

# ULTIMATE SPIDER-MAN

ISSUE

94

DEADPOOL: PART 4



BAGLEY  
ISANOVIC

BENDIS  
BAGLEY  
DELL



# PREVIOUSLY IN ULTIMATE SPIDER-MAN...

The bite of a genetically-altered spider granted high school student Peter Parker incredible, arachnid-like powers! When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power must also come great responsibility...

Having recently broken up with his girlfriend, Mary Jane, Peter started dating Kitty Pryde, member of the super-powered mutant team, the X-Men. In a seemingly-unprovoked attack, Spider-Man—and all the X-Men (plus the visiting Angel)—are ambushed and kidnapped by someone called Deadpool, and his band of cyborg Reavers!

The heroes find themselves on the island of Krakoa, where the X-Men had once gone up against the mutant-hating Mojo, who broadcasts a reality-TV show...in which mutants serve as the world's most dangerous game. As Spidey and the X-Men battle their way through the Reavers, heading for Mojo's broadcast tower, Peter confronts Deadpool and makes a startling discovery...



# DEADPOOL

PART 4 of 4

**Brian Michael  
Bendis**  
WRITER

**Mark  
Bagley**  
PENCILER

**John  
Dell** w/ **McKenna**  
INKERS

**Justin  
Ponsor**  
COLORIST

**VC's Cory  
Petit**  
LETTERER

**Tom  
Valente**  
PRODUCTION

**Nicole  
Boose**  
ASST. EDITOR

**John  
Barber**  
ASSOC. EDITOR

**Ralph  
Macchio**  
EDITOR

**Joe  
Quesada**  
EDITOR IN CHIEF

**Dan  
Buckley**  
PUBLISHER

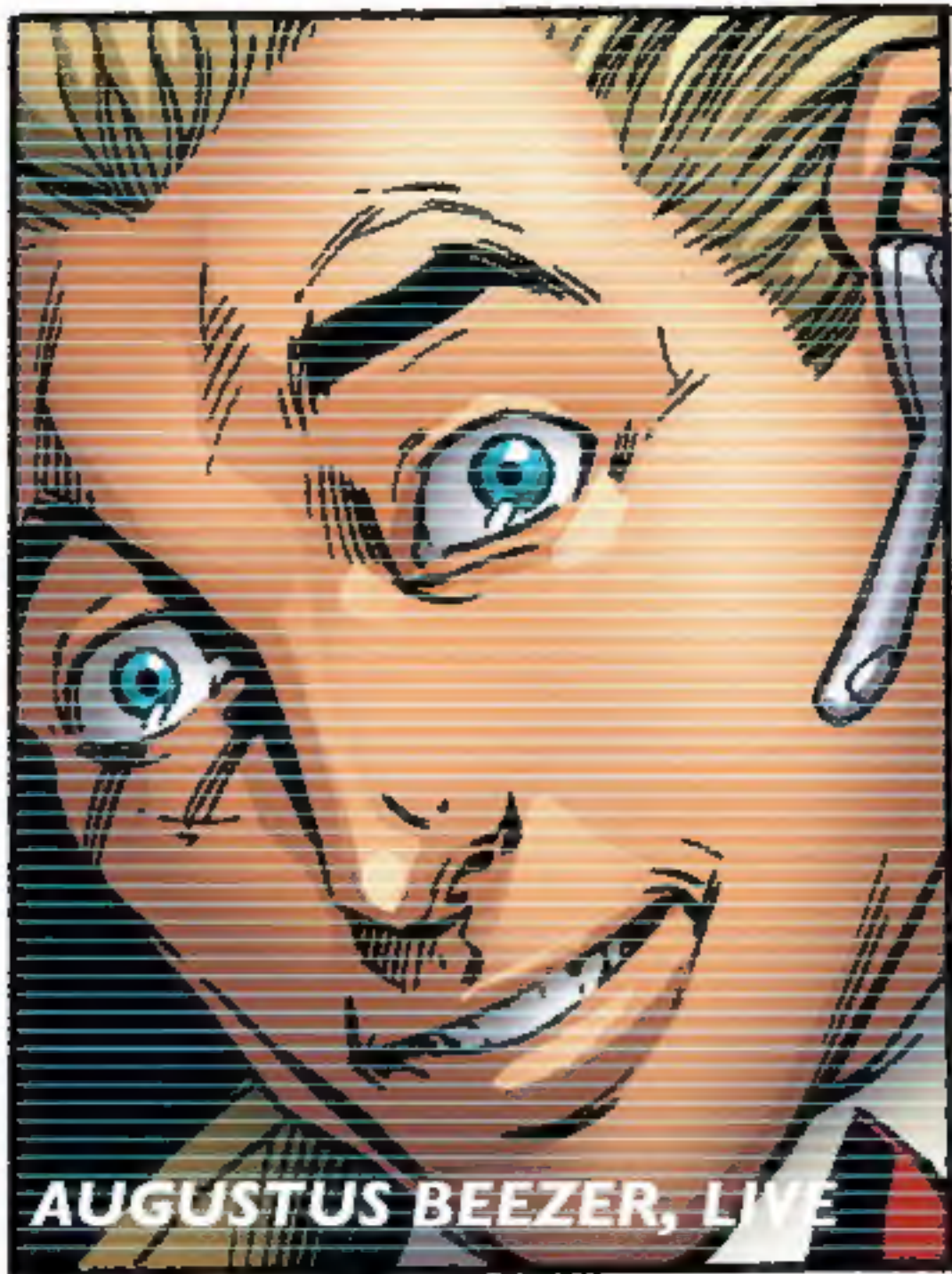
Cover: Mark Bagley & Richard Isanove

© 2011 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

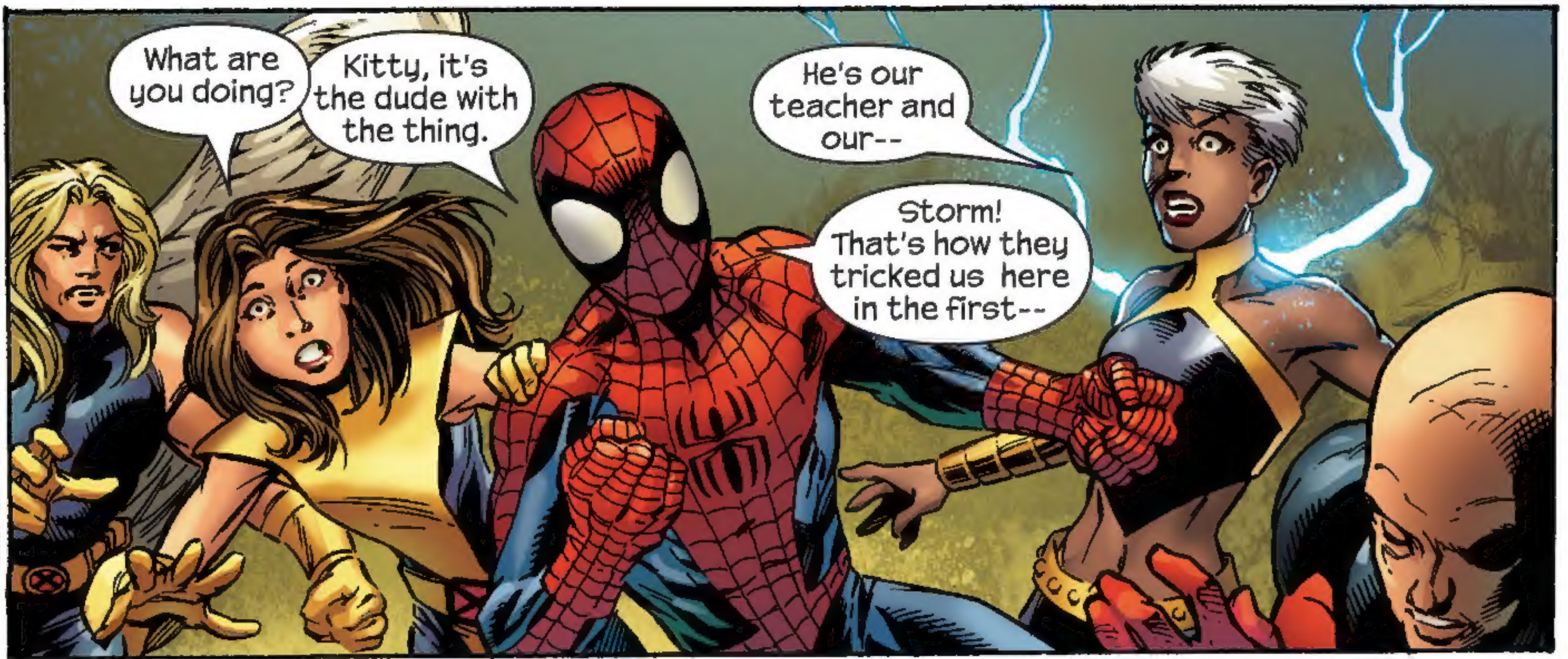








AUGUSTUS BEEZER, LIVE



What are you doing?

Kitty, it's the dude with the thing.

He's our teacher and our--

Storm! That's how they tricked us here in the first--



OH MY--



Professor?



Kill Spider-Man!!

He's one of them!

What?

Calm down! We're all jumpy! We don't know--

Yeah, uh!



FBAM

FBAM

FBAM

Lucy with the football.



I have spider-sense!

You got to learn to trust the spider-sense!

FBAM

I'm sorry. He really looked and sounded like the Professor and--

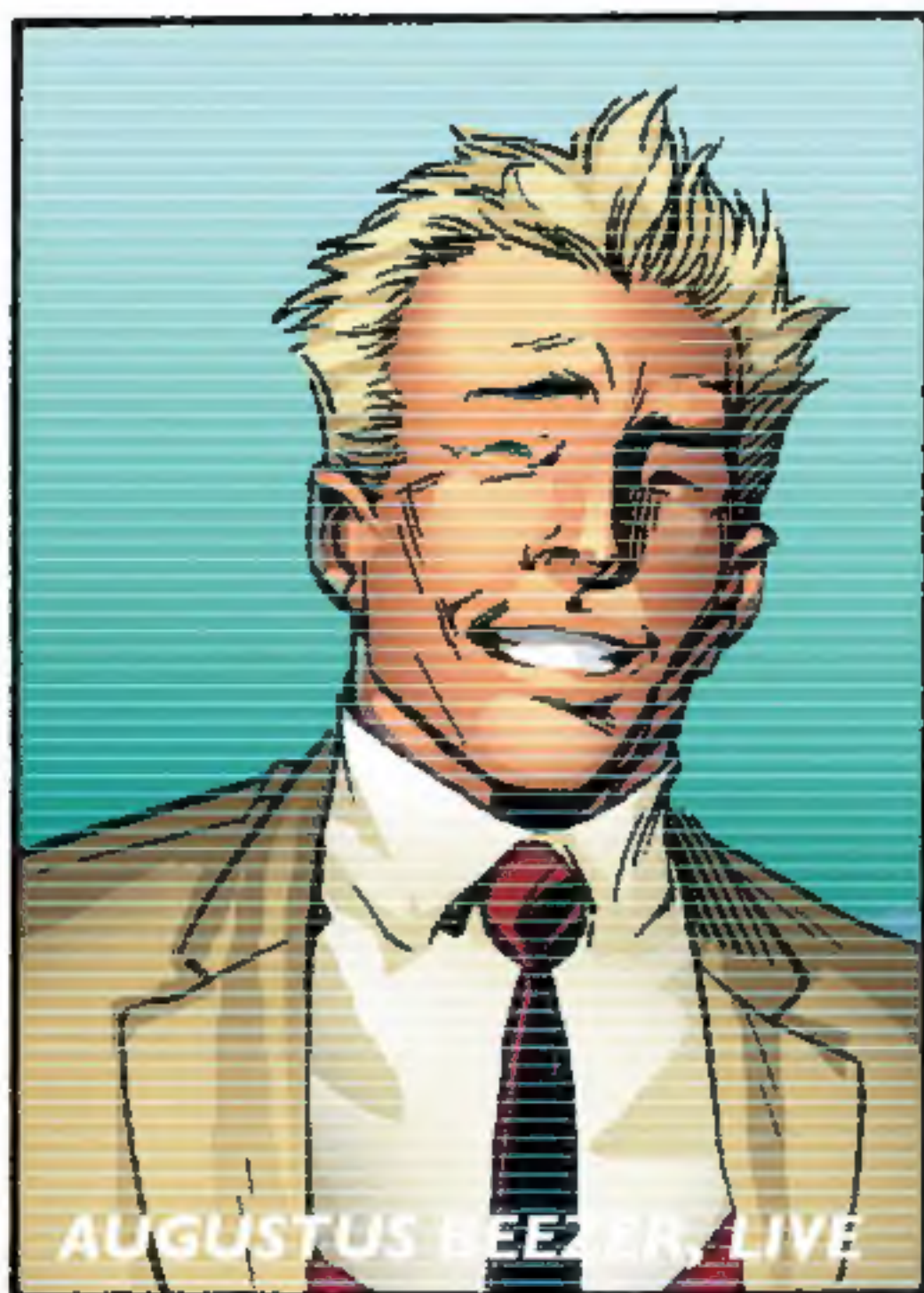
Agh!

FBAM

FBAM

FBAM





AUGUSTUS PEEPER, LIVE



Ladies and gentlemen, this is more than a television show broadcasting to half the world.

This is a courtroom. This is a public execution.

This is *man's* justice.

I have dedicated *my* life to the punishment of mutants who break the law, and the X-Men are the worst the world has ever seen.

OH! ALMOST HAD THEM THAT TIME.

THAT WAS DEADPOOL USING HIS TRADEMARK IMAGE DISTORTION CLOAKING DEVICE.

(YOU CAN READ ABOUT IT MORE ON OUR WEBSITE.)

THE X-MEN MISTOOK DEADPOOL FOR THEIR MISSING PROFESSOR—THE LEADER OF THEIR TERRORIST CELL CHARLES XAVIER.

FOR MORE ON THAT WE TURN IT OVER TO OUR LONG TIME EXECUTIVE PRODUCER MOJO.

MOJO? WHAT DO YOU HAVE FOR US?



There is a man who brought these children together, trained and armed them--

A man who has spent *his* entire life dedicated to building an army of mutant terrorists--

To inflict his nightmare agenda on an unassuming world.



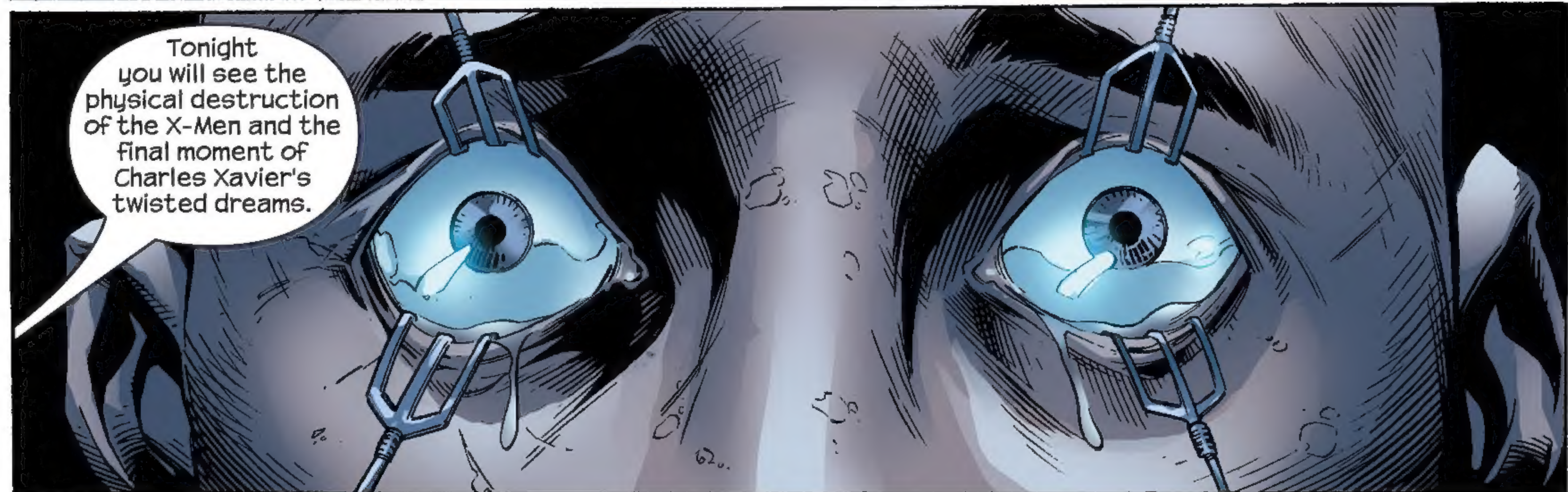
His punishment is poetic and just.

He will be forced to watch the decimation of his dream.

And after *that*--he will be lobotomized on the air.

His powerful mutant mind turned to jelly.

A reminder to all those mutants who would raise themselves above the laws of mankind.



Tonight you will see the physical destruction of the X-Men and the final moment of Charles Xavier's twisted dreams.





AUGUSTUS BEEZER, LIVE

MR. MOJO. I KNOW I SPEAK FOR ALL OUR VIEWERS WHEN I SAY- IT'S GOOD TO HAVE YOU BACK.

WE'LL BE COMING BACK TO YOU AS THE EVENING CONTINUES.

LET US NOW GO BACK DOWN TO THE JUNGLE AND SEE--



Okay, remember when that idiot disguised himself as other people to get us here in the first place...

Okay, point made.

I'm just saying.

We're exhausted and--

Storm, where is Scott Summers?

We lost him back that way a half mile.



Reavers, okay. Break's over.

It's time to bring it in for a grand finale.



These kids are tougher than they look.

Really? Tougher?

Them or us?

Us.

That's what I thought you meant.

Focus.

Let's pull the legs off this Spider-Man for the kids at home and take it from there.

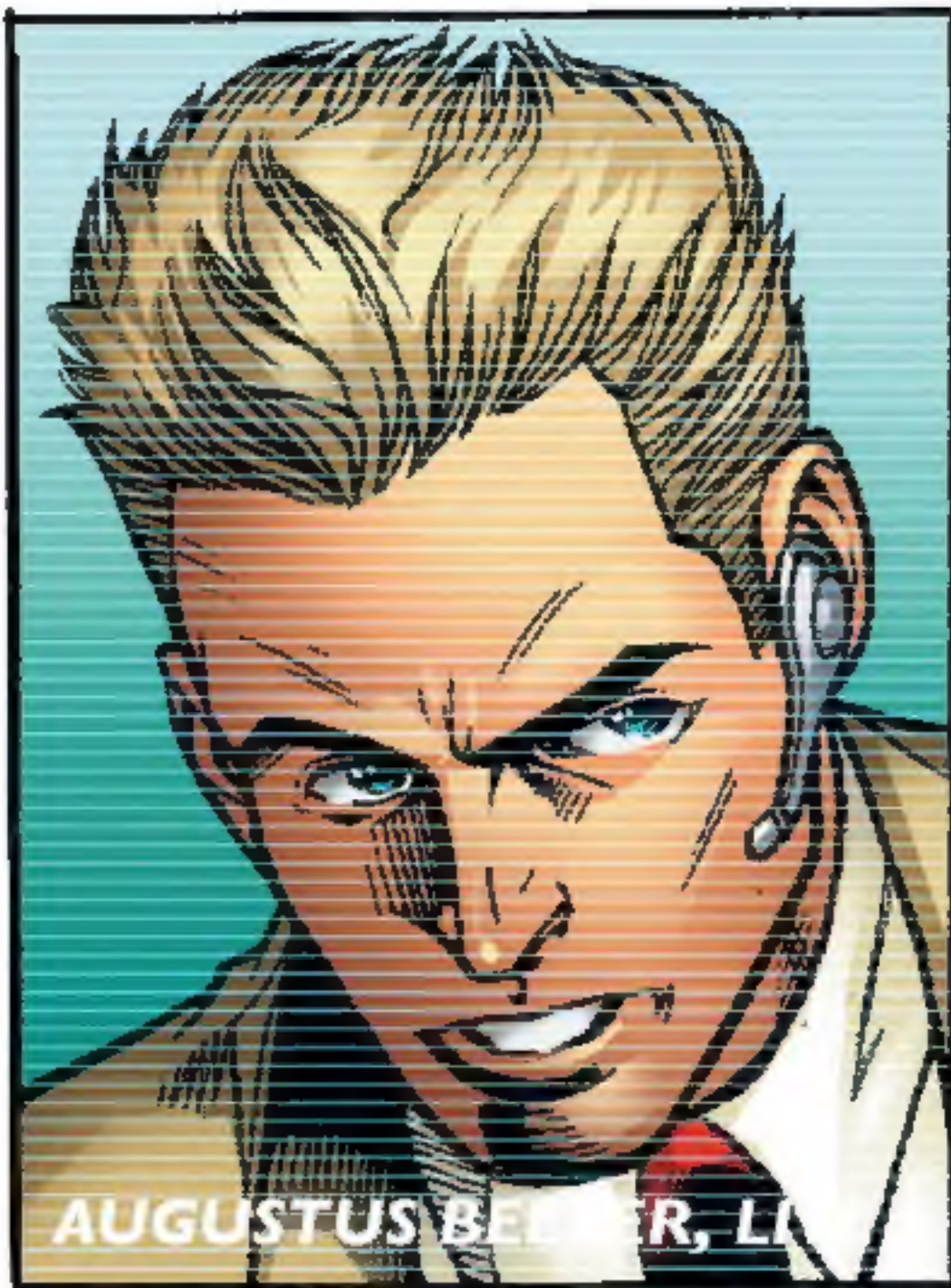
Because the reason this isn't going as smoothly as we planned is we didn't plan for him.

And to be frank, he's really getting on all my nerves.

We didn't come this far to lose. That ain't happenin'.

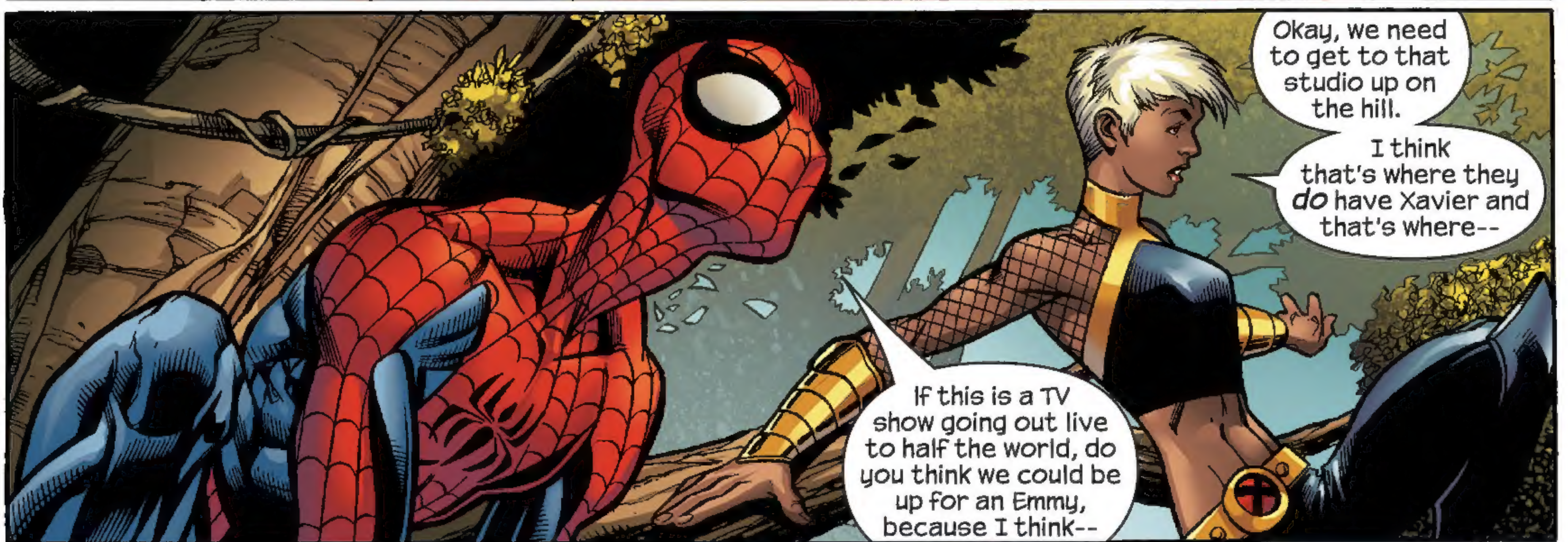
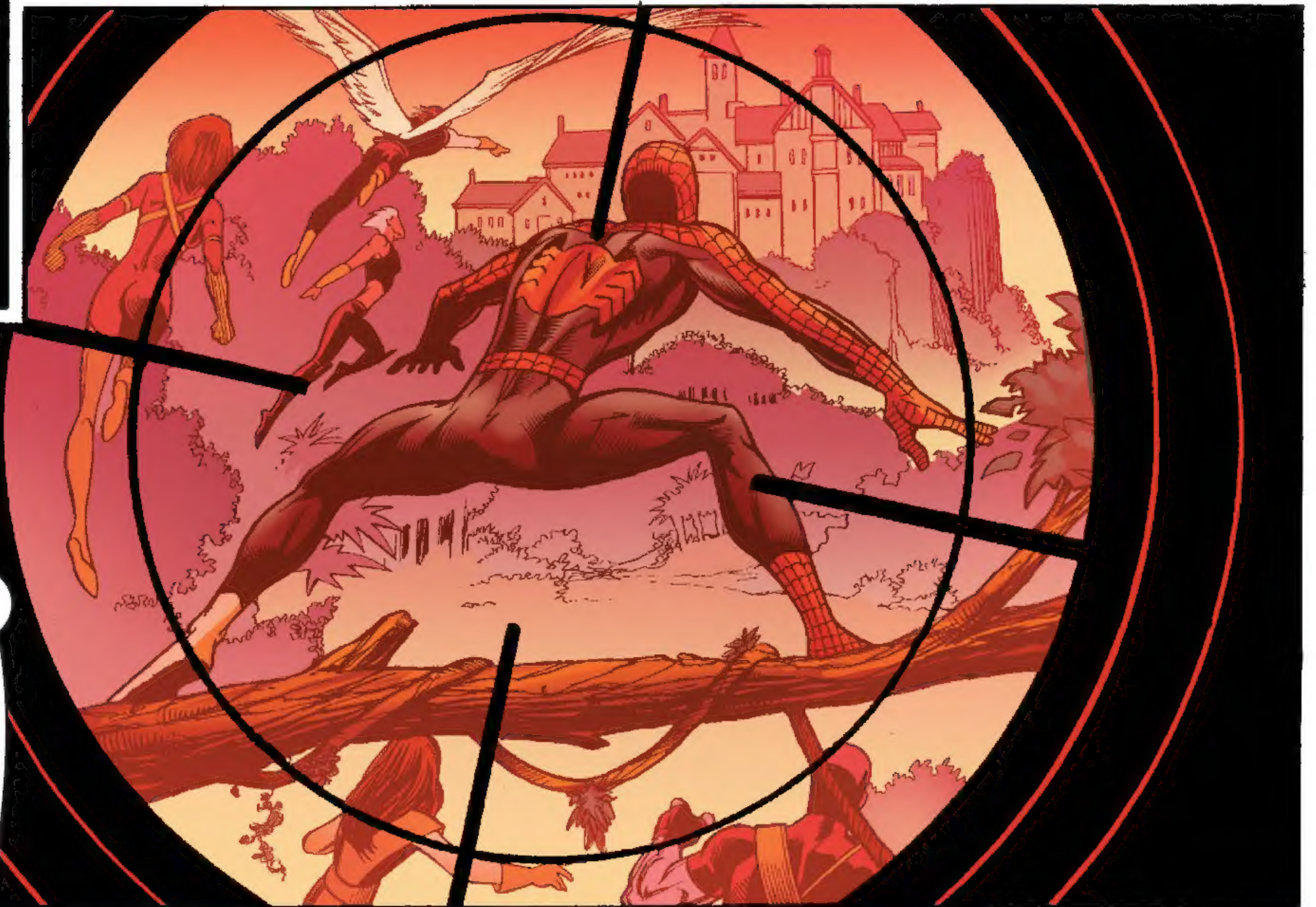
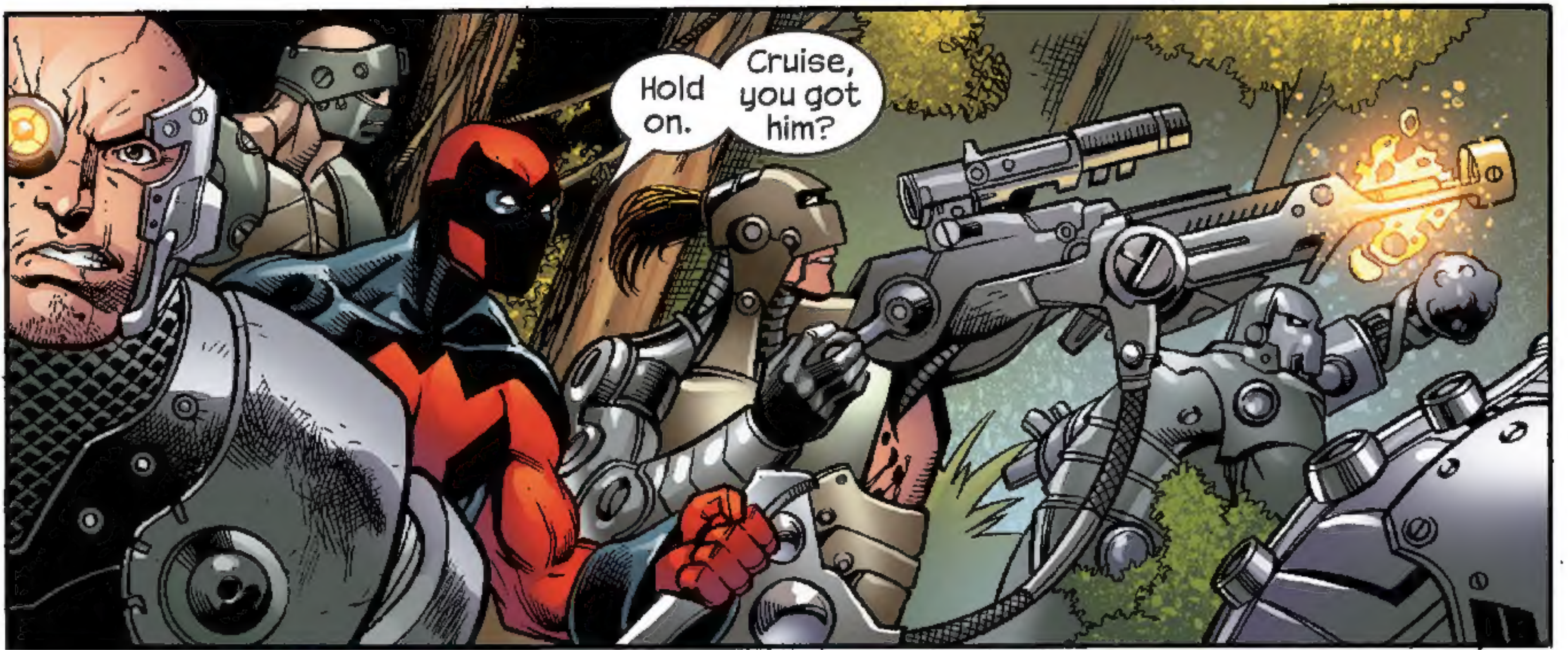
Gus, you have him on any of the thousand cameras on this damn island?





AUGUSTUS BELL, LL

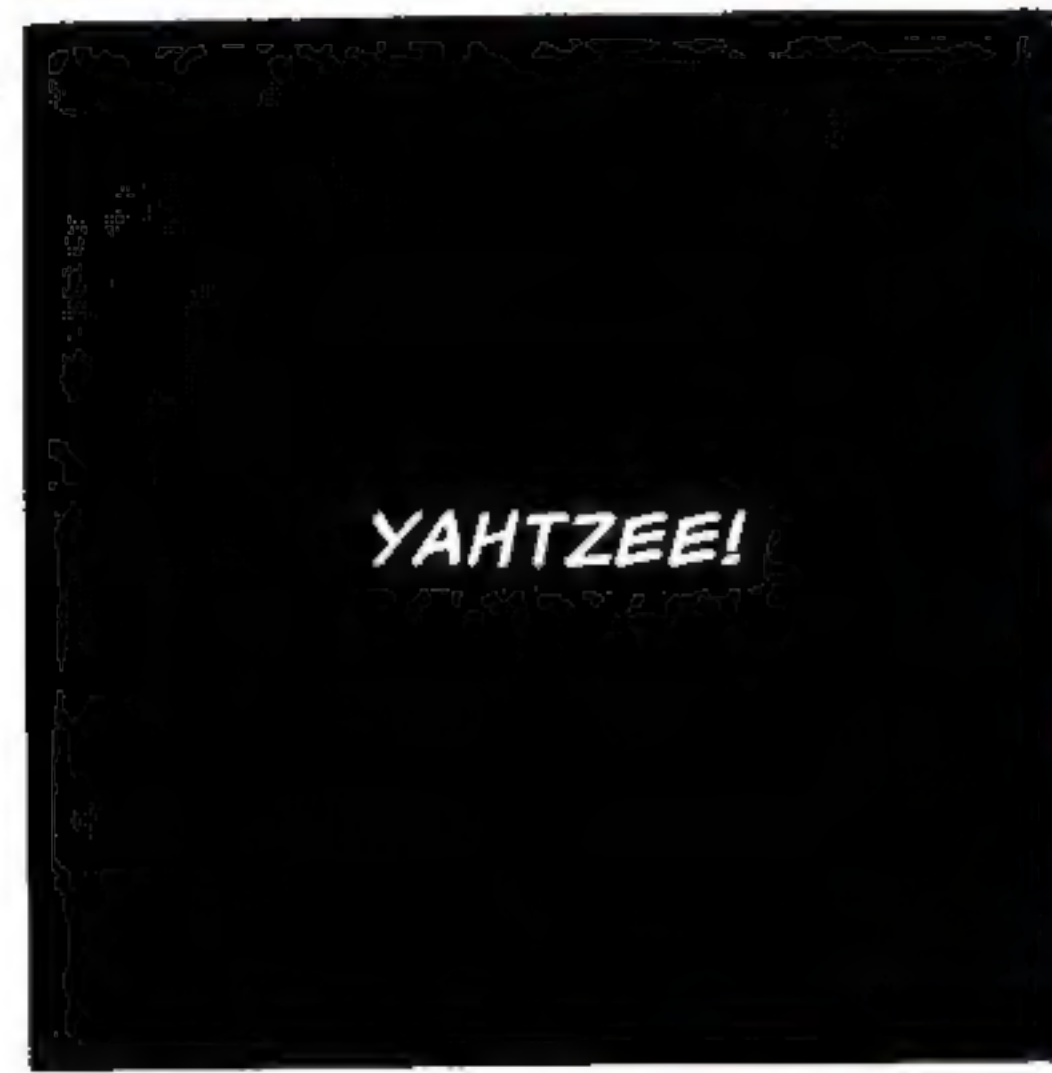
HOLD ON. THE CONTROL ROOM IS LOOKING FOR--  
WAIT. WE HAVE HIM.  
SOUTHEAST OF YOU, FIFTY YARDS.  
IT LOOKS LIKE THE MUTANTS ARE HEADING TOWARDS US HERE IN THE STUDIO.  
WE'D REALLY LIKE THAT NOT TO HAPPEN.



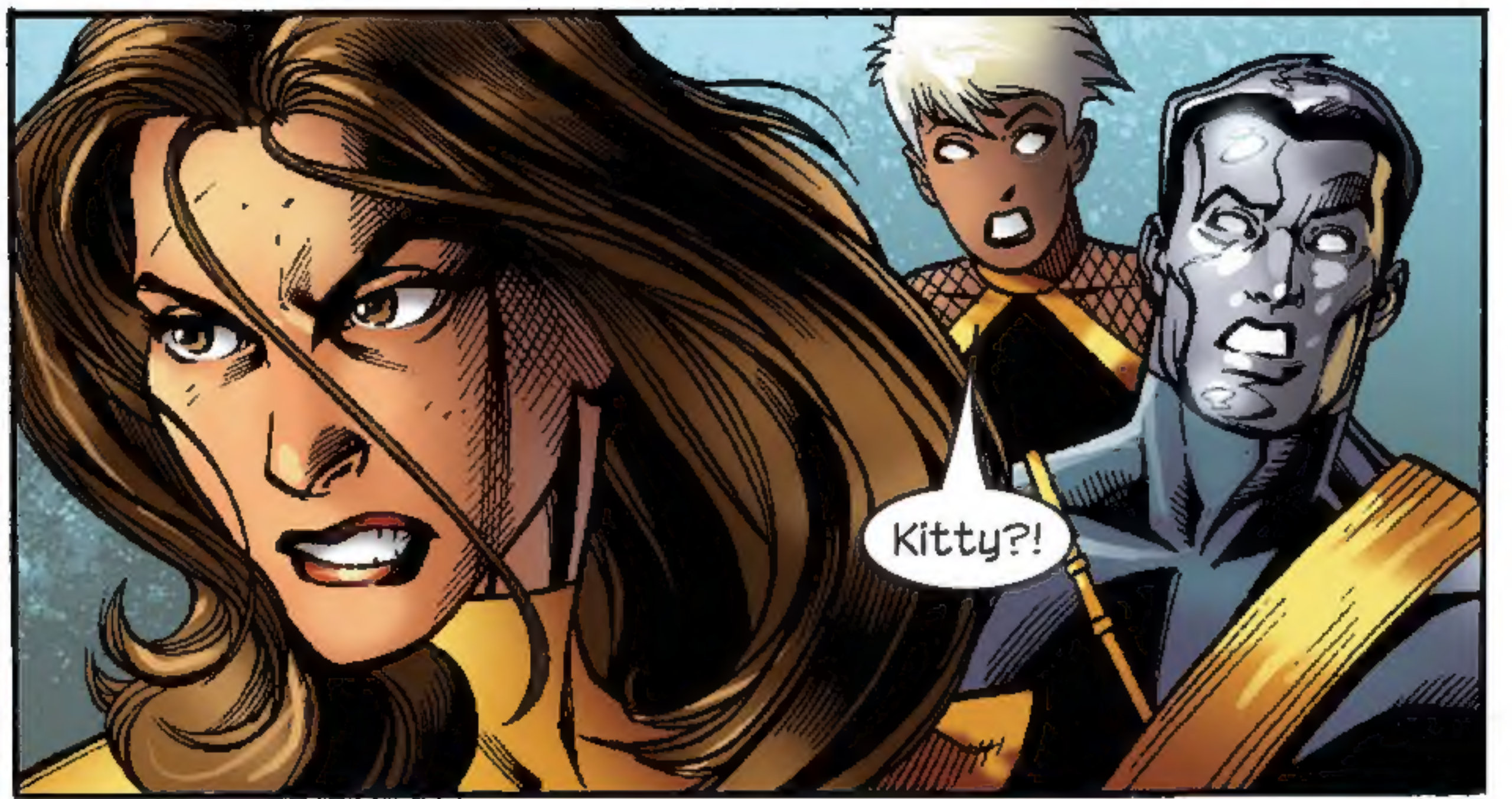




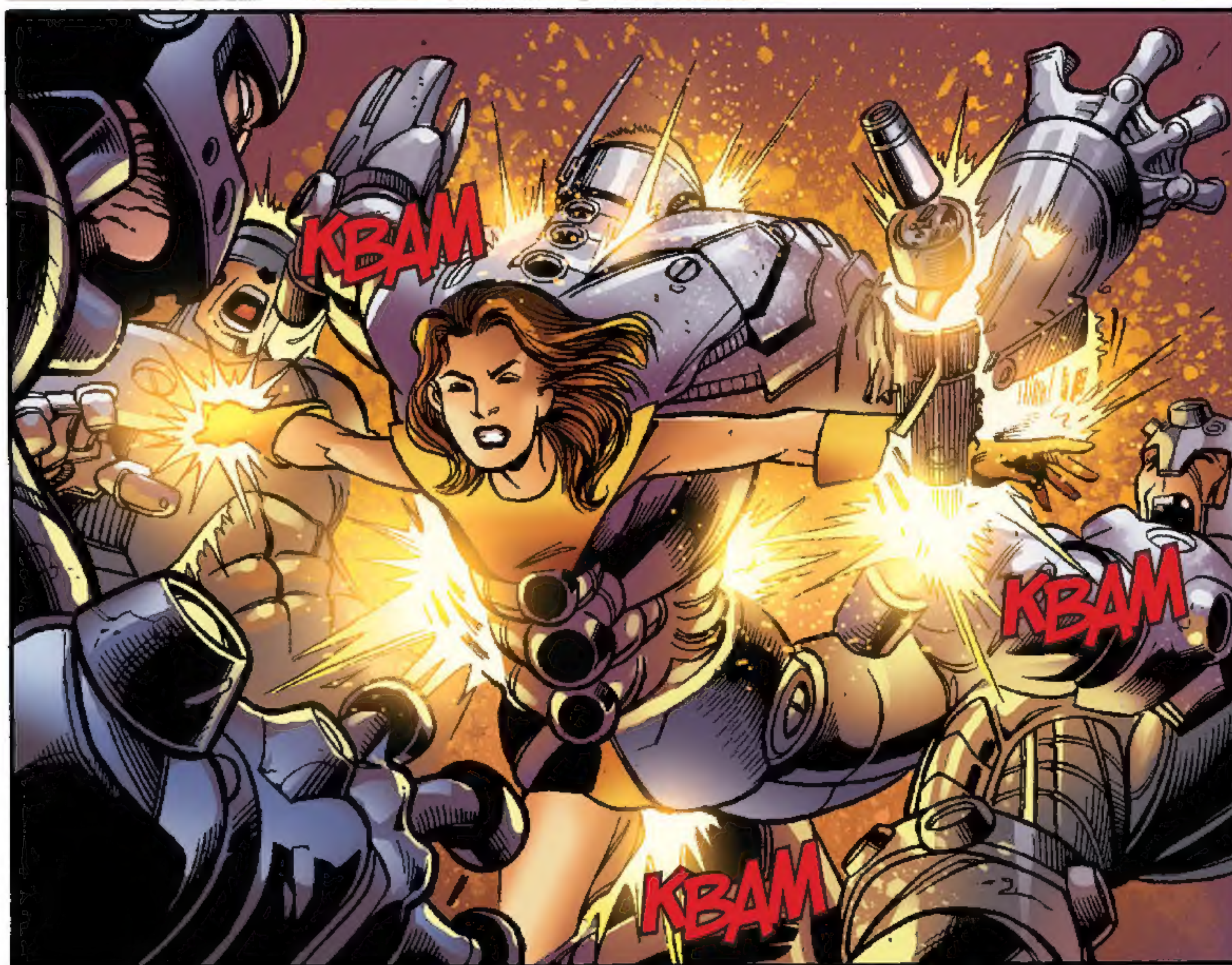
AUGUSTUS 'FUZZ' FUZZLER, LIVE



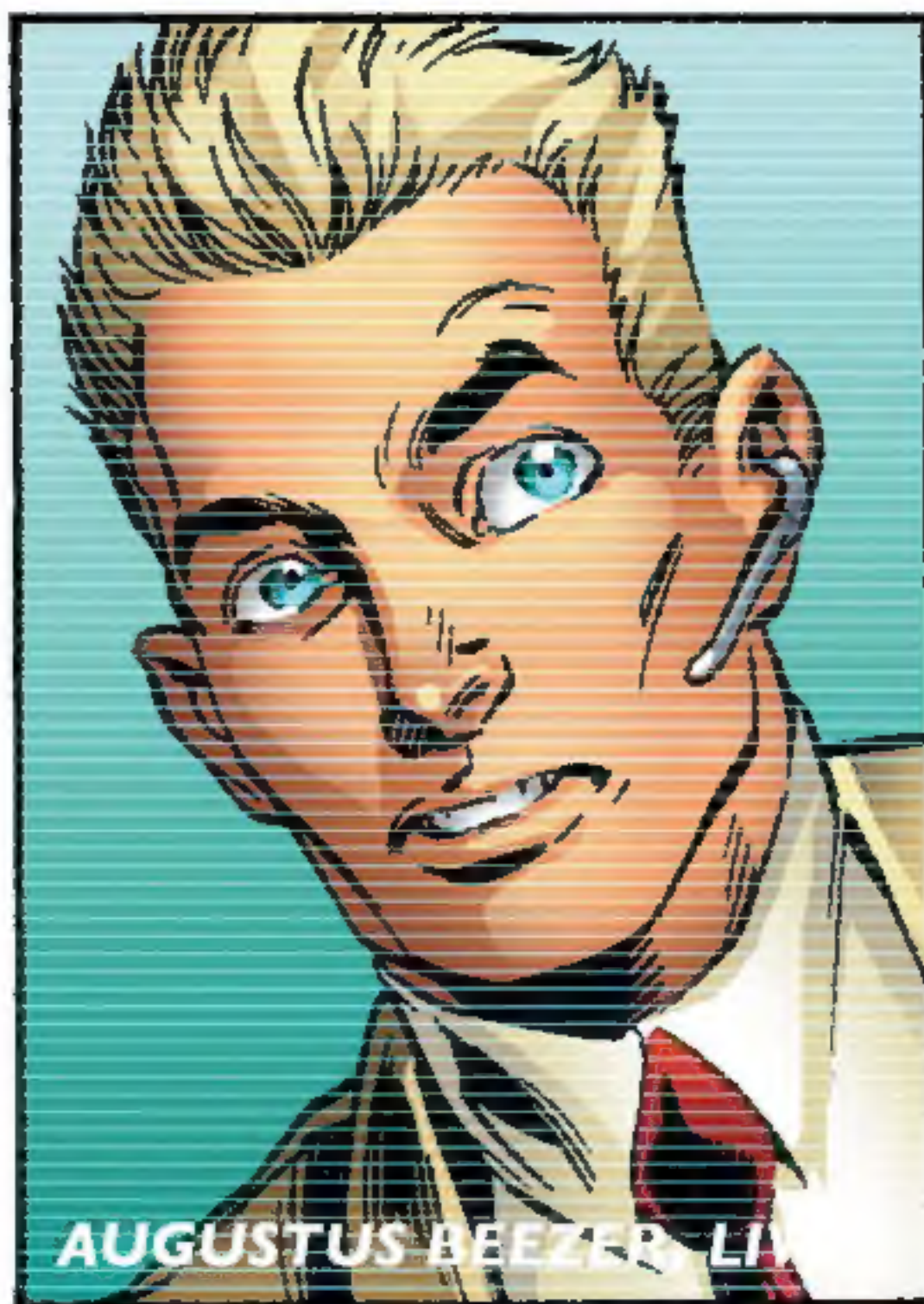
YAHTZEE!



Kitty?!



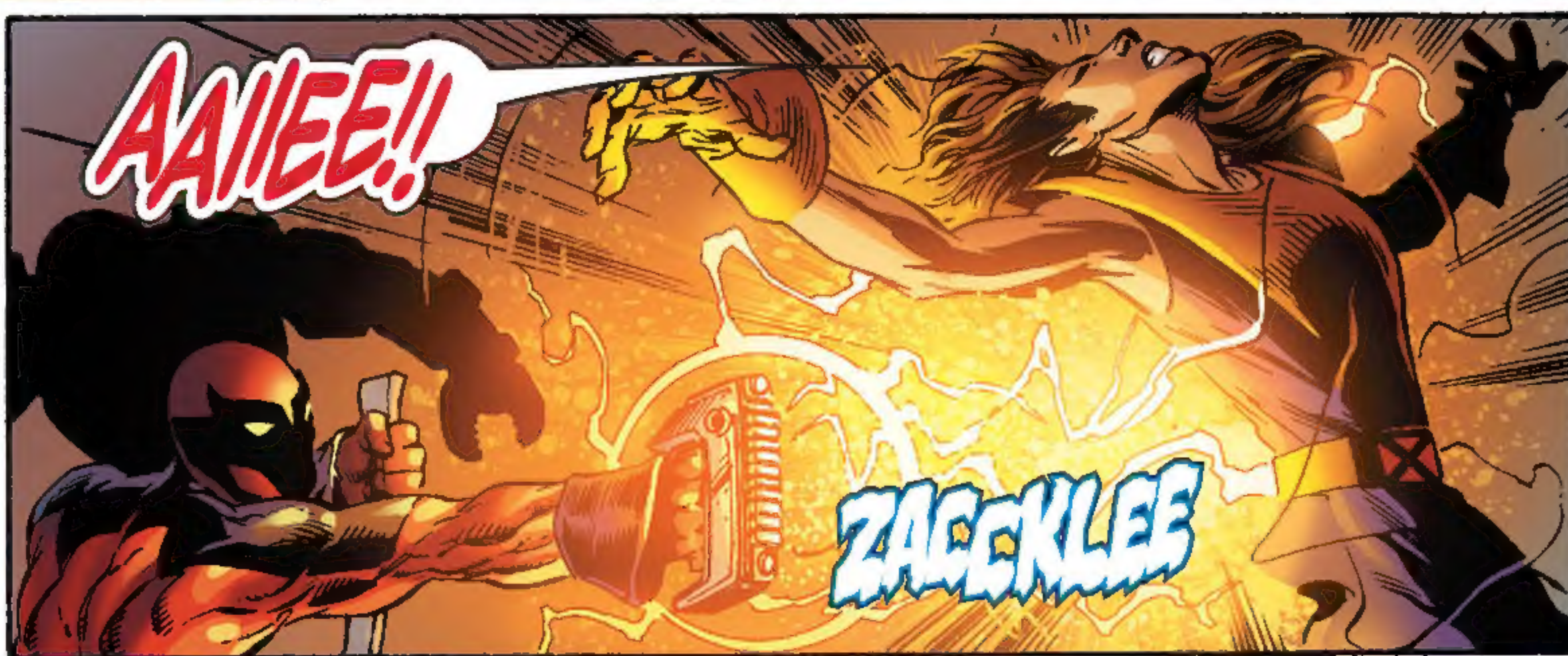
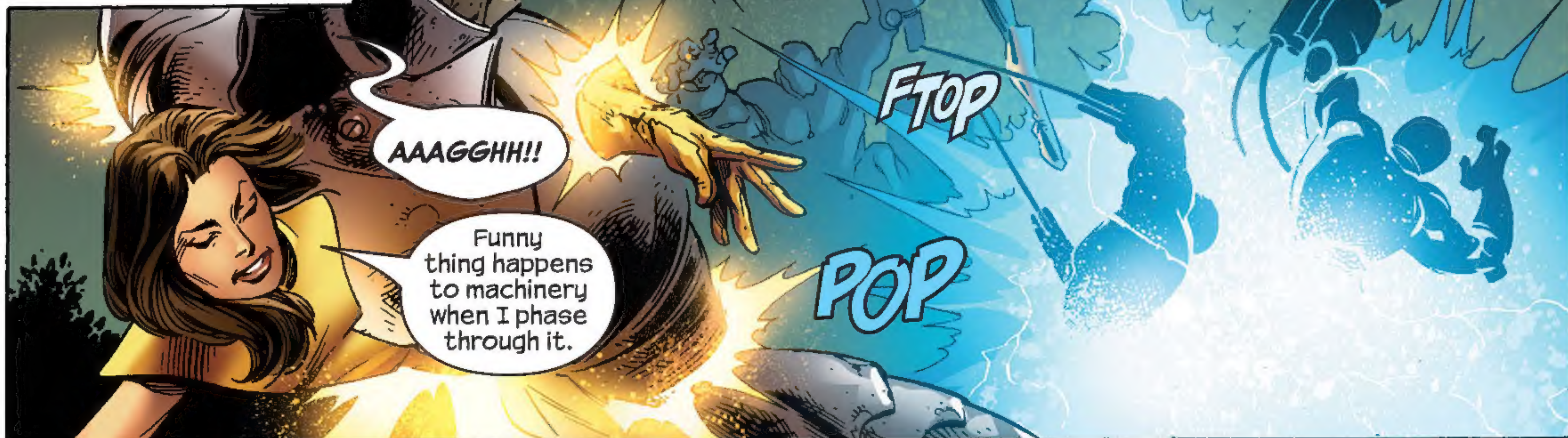




AUGUSTUS BEEZER, LIAISON

THAT IS X-MAN KITTY PRYDE USING HER ABILITY TO PHASE THROUGH SOLID OBJECTS TO ATTEMPT TO TURN THE TIDE OF THE FIGHT.

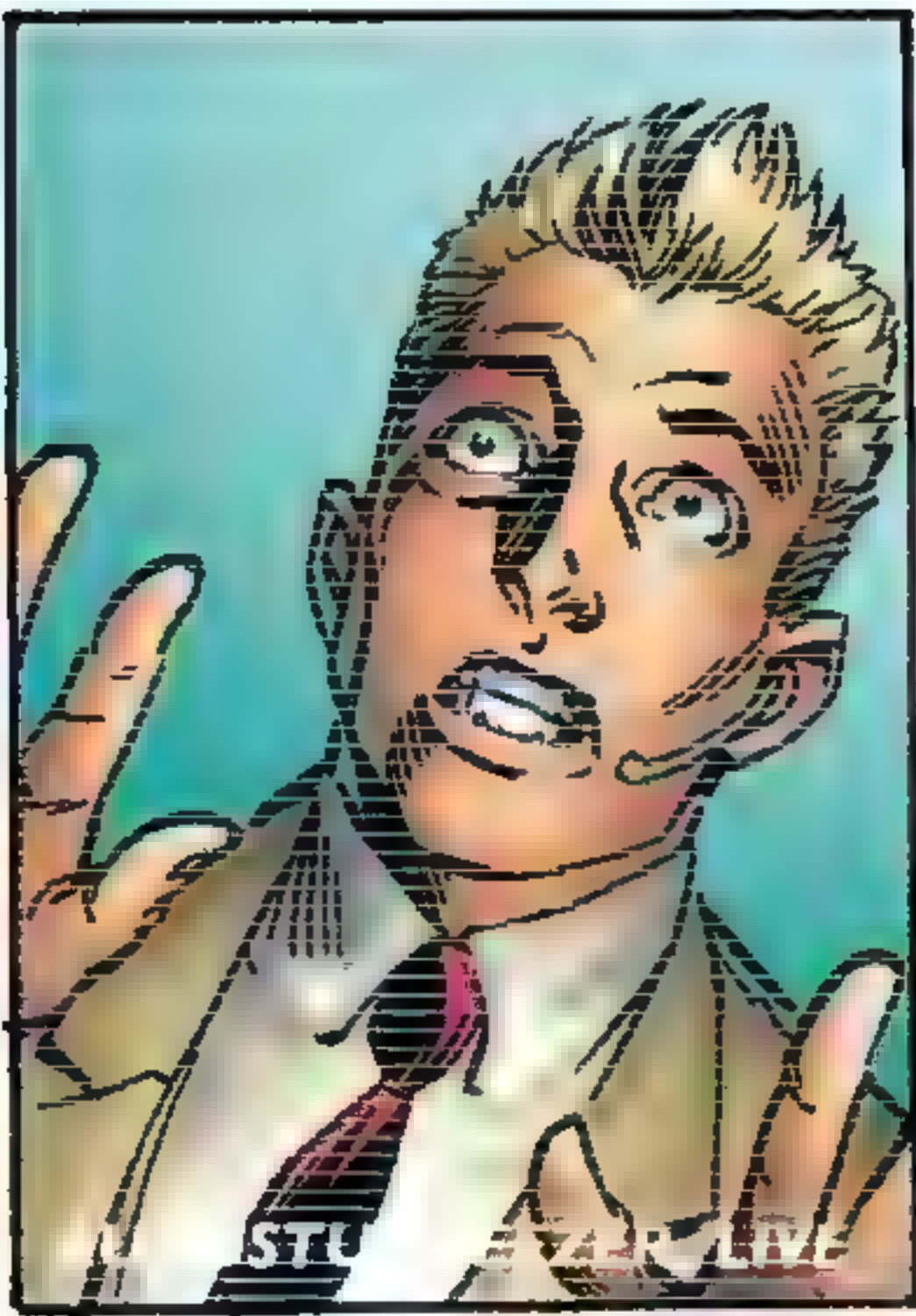
THE RUMORS OF HER ROMANCE WITH THIS SPIDER-MAN CHARACTER DO SEEM TO BE TRUE.



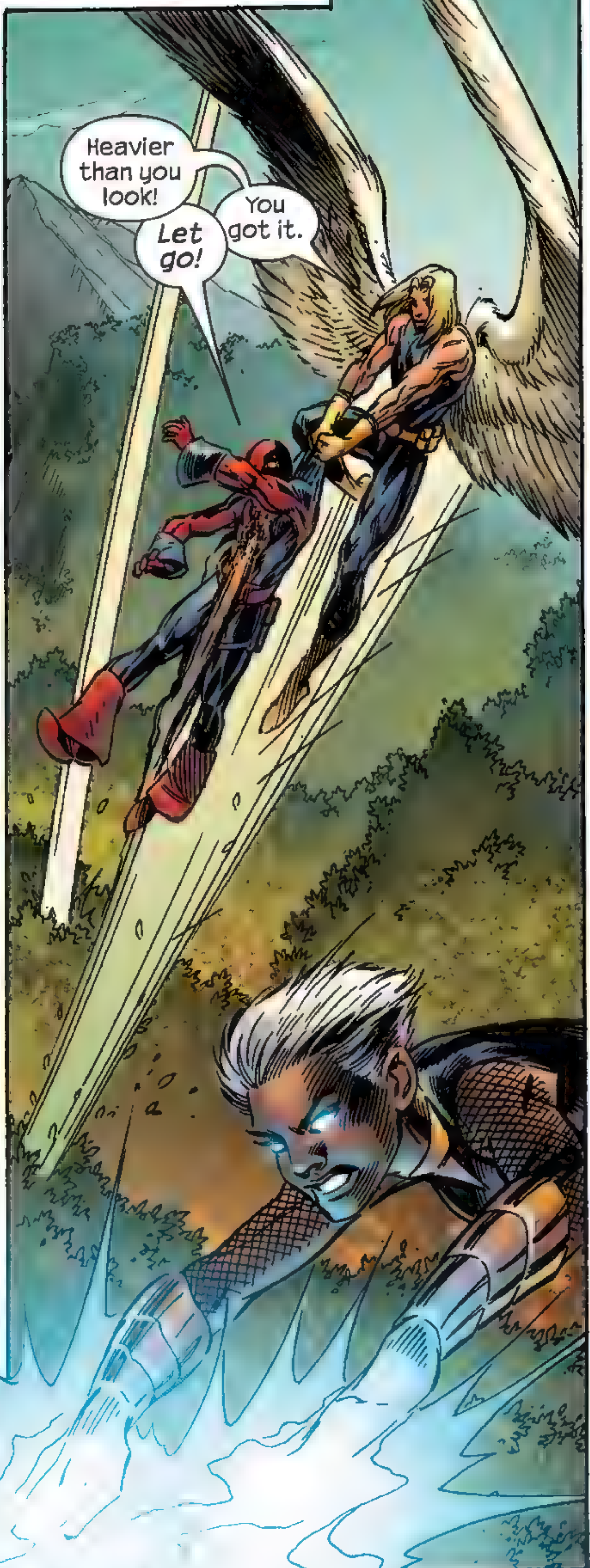
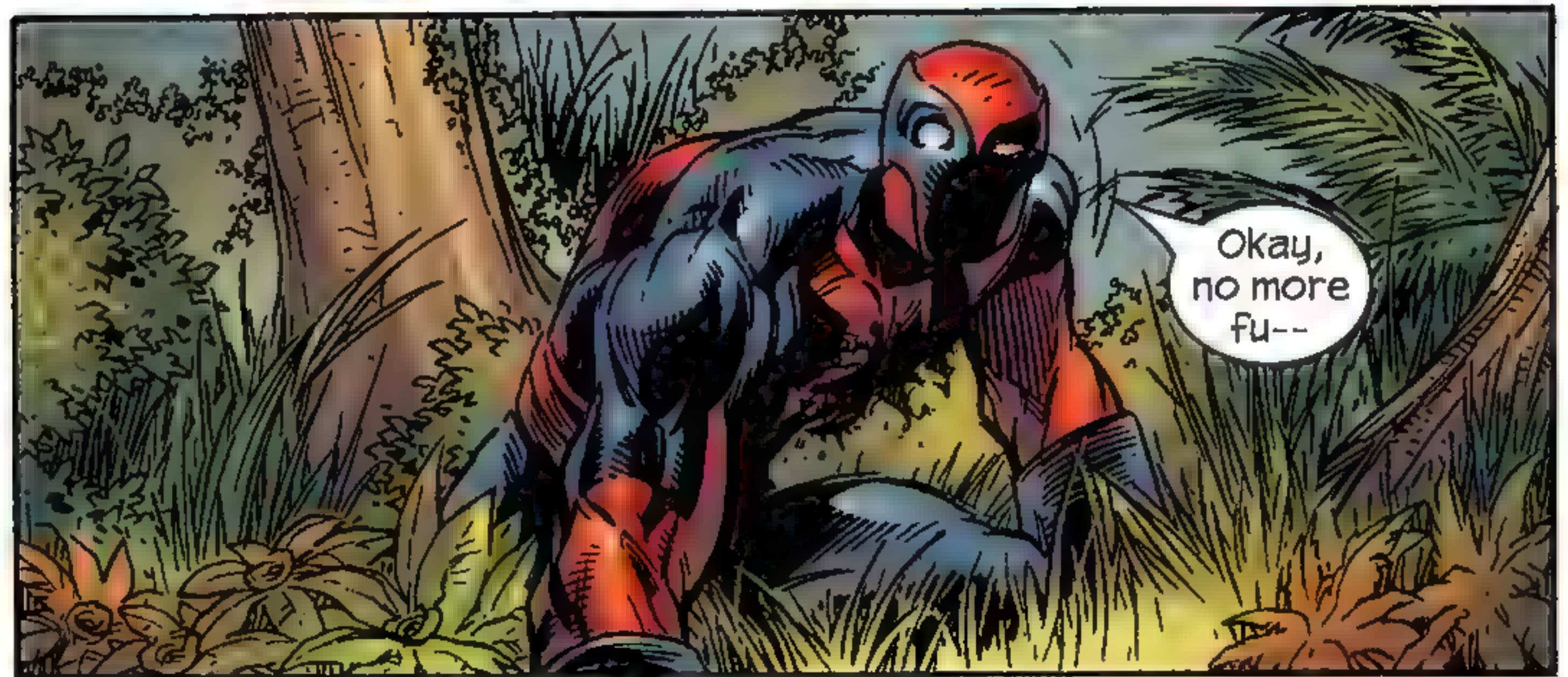
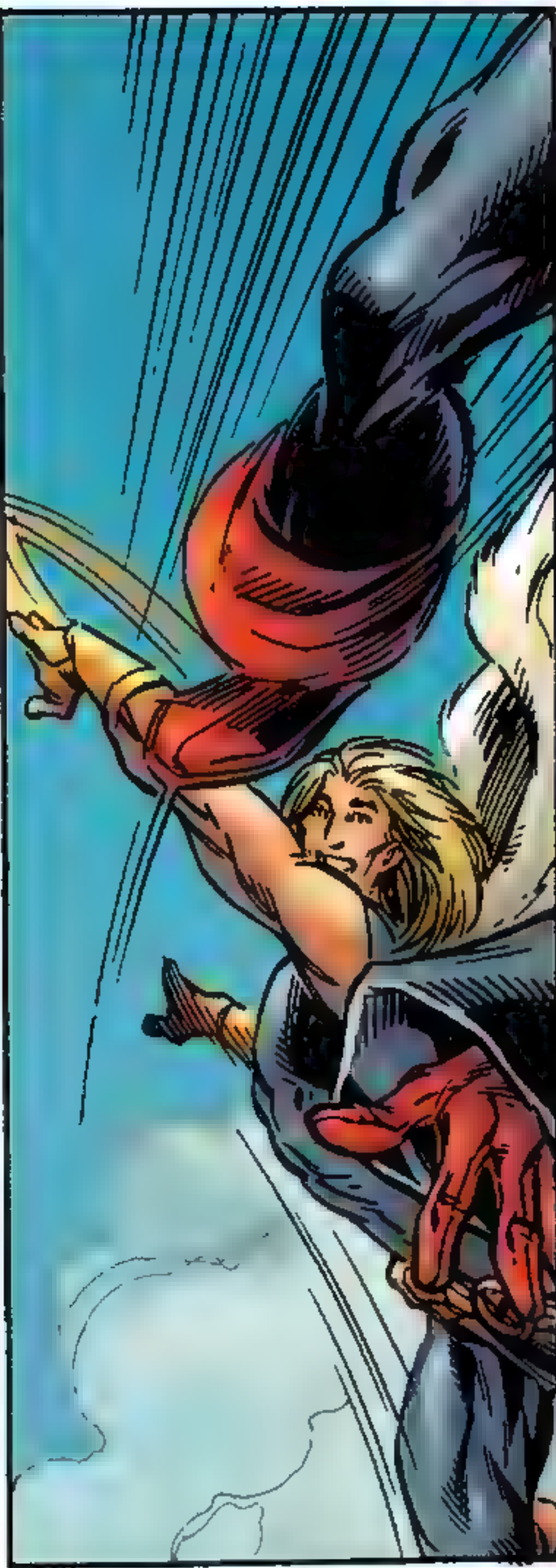




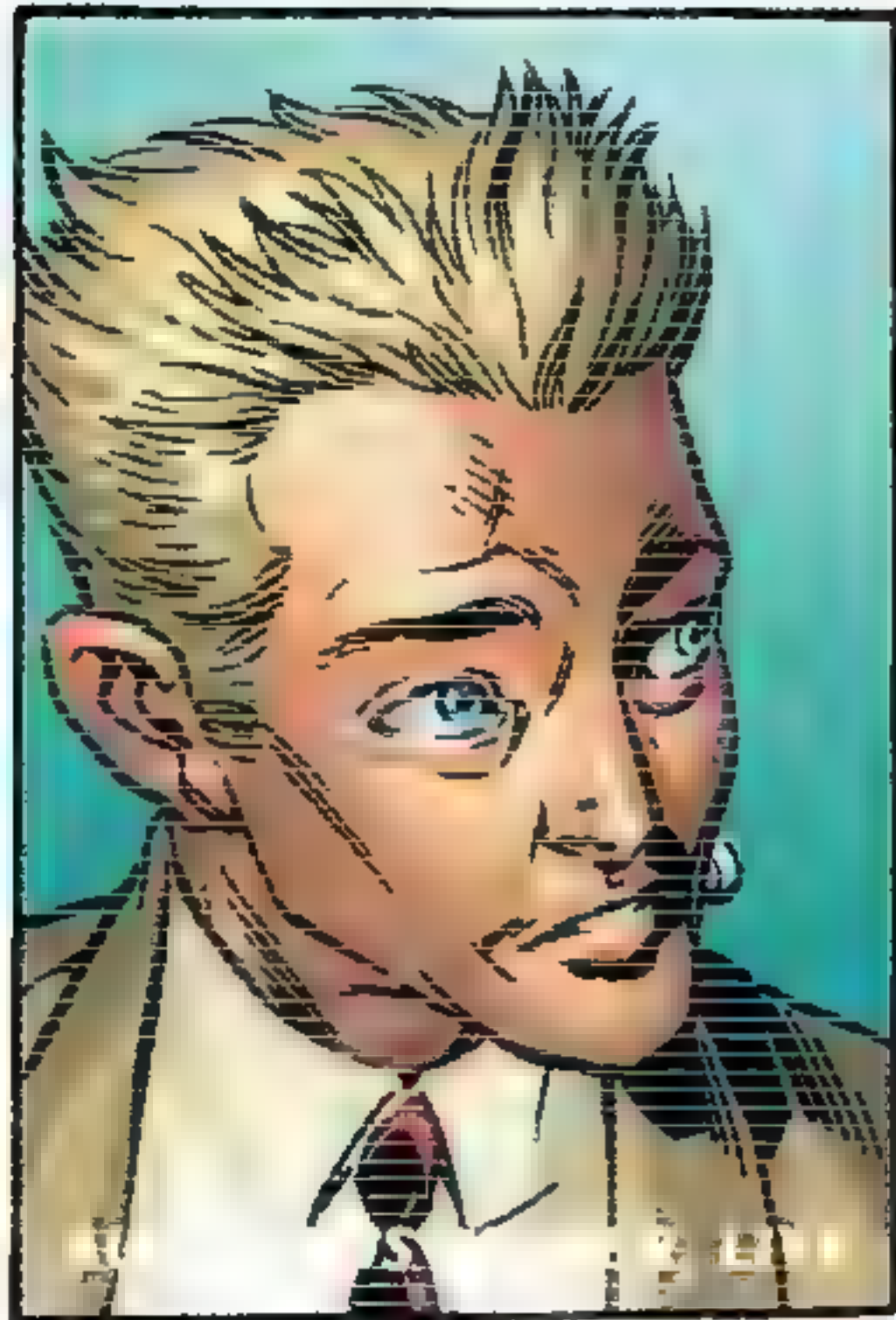




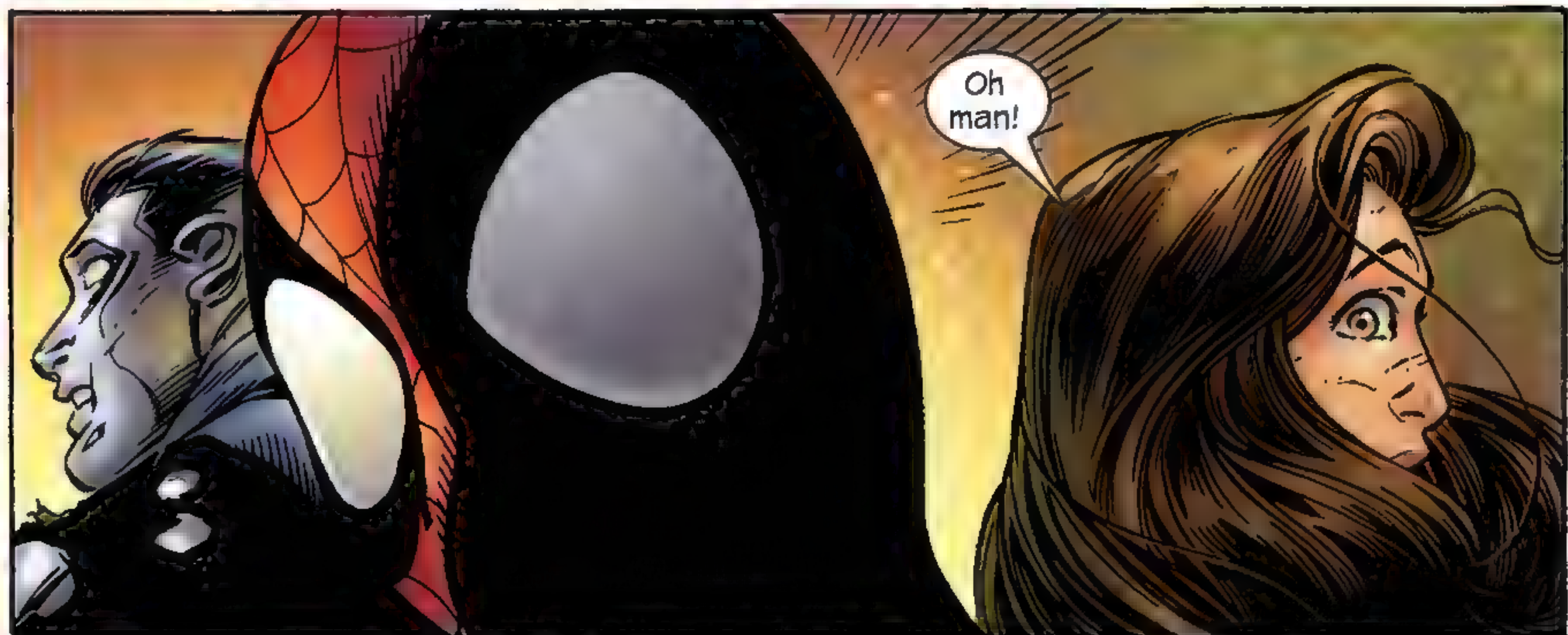
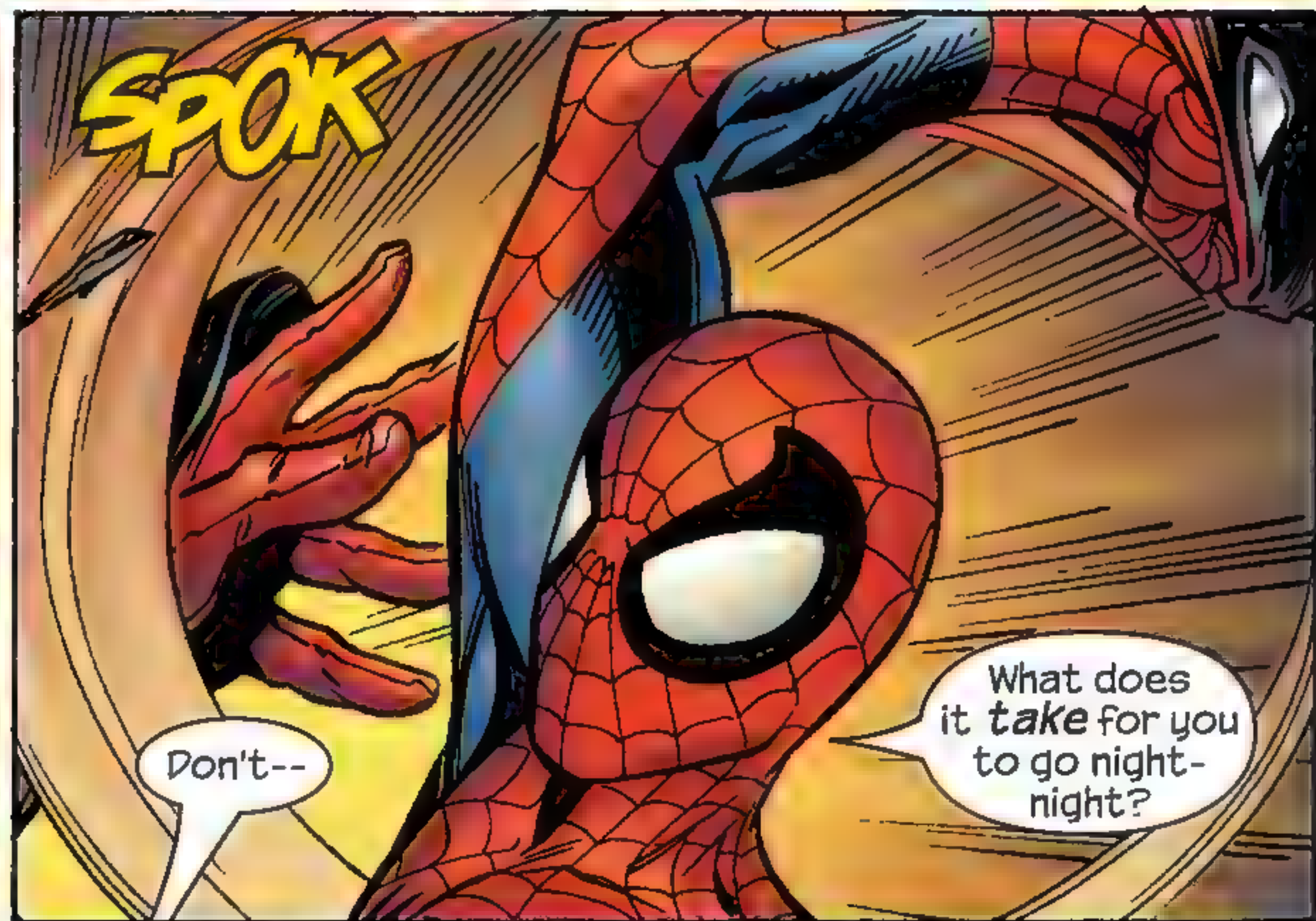
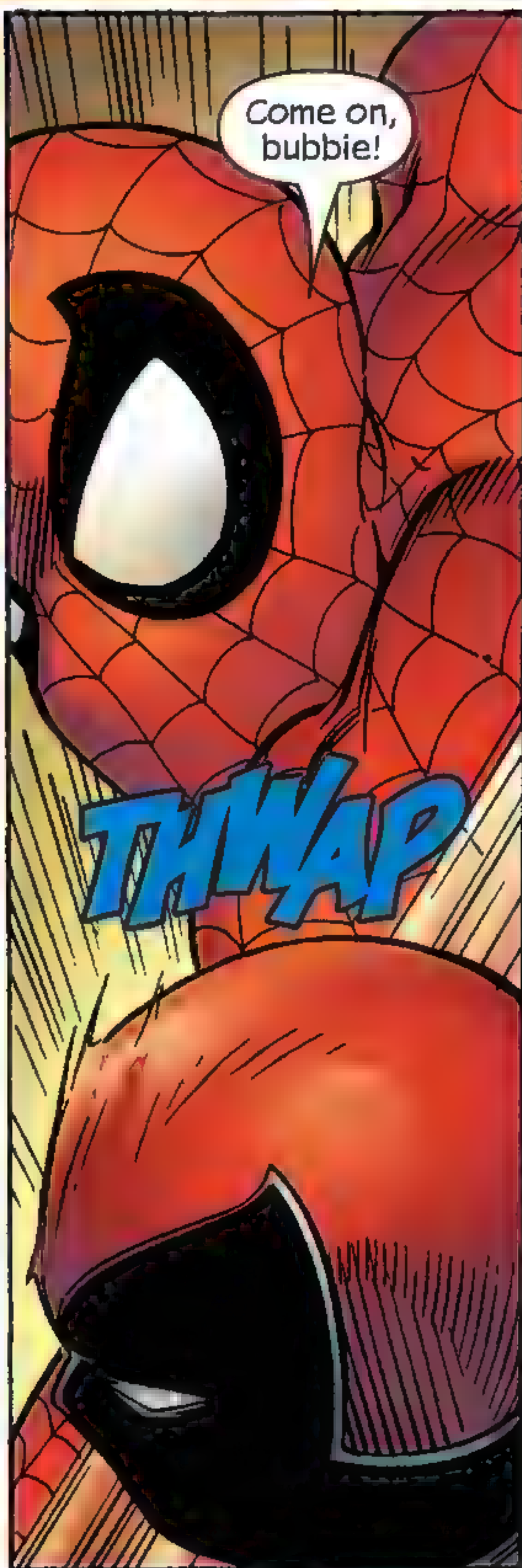
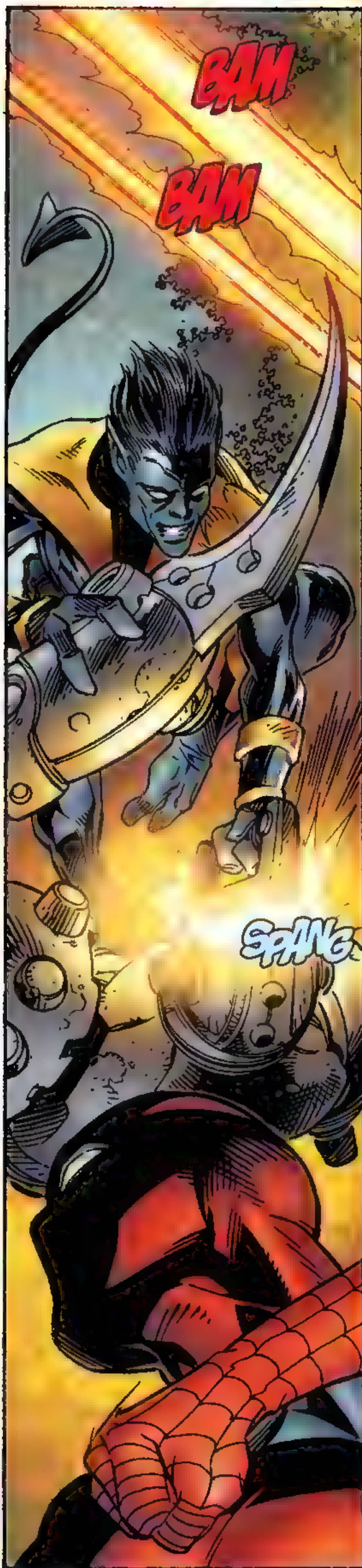
DEADPOOL,  
LOOK--



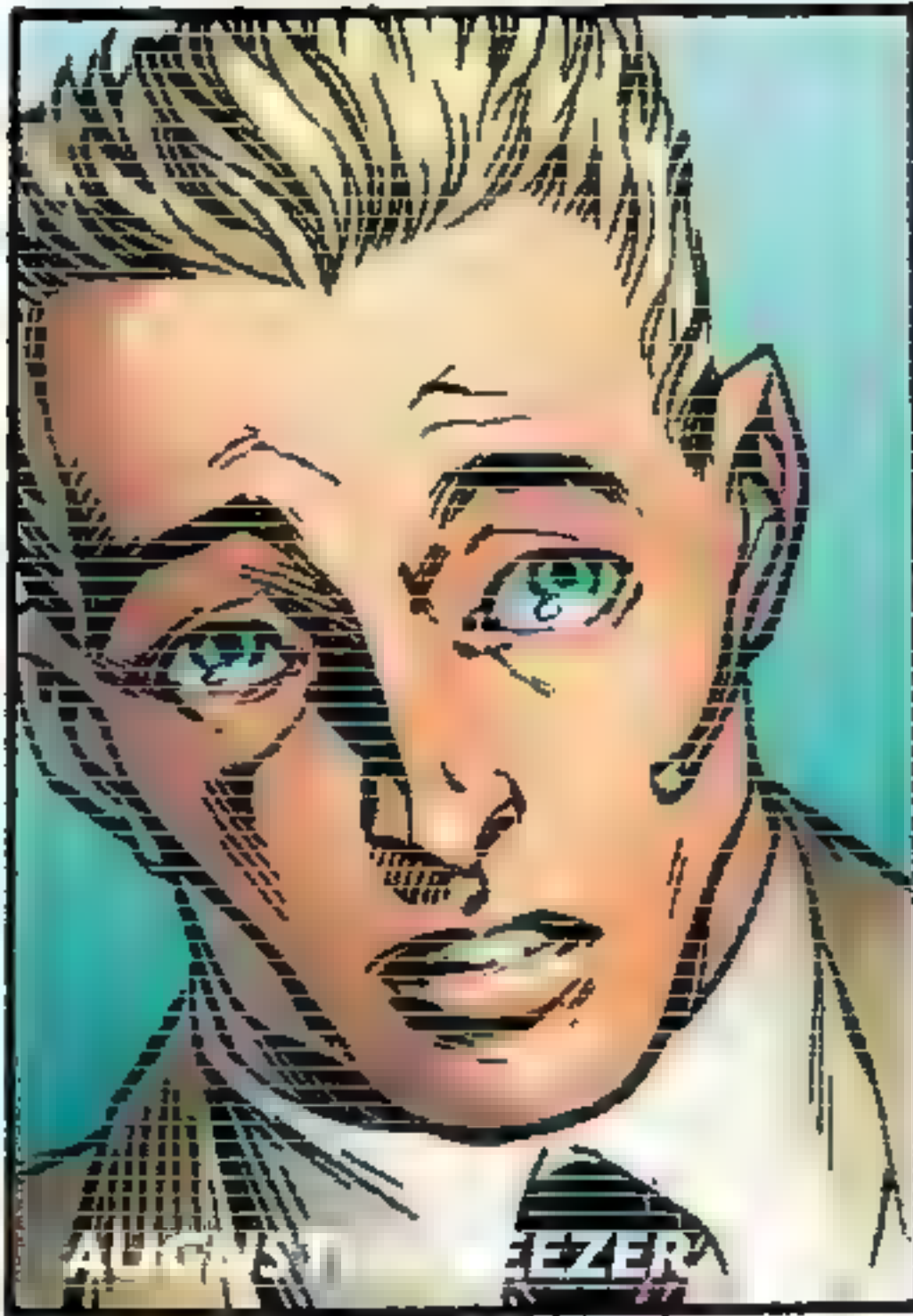




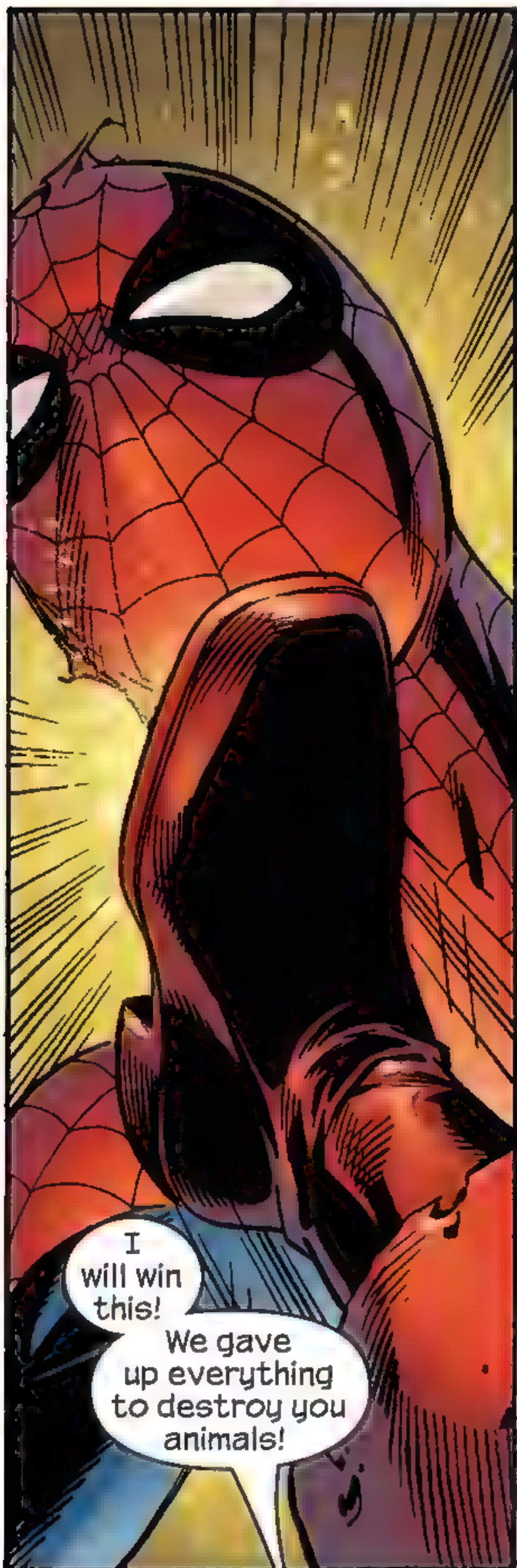
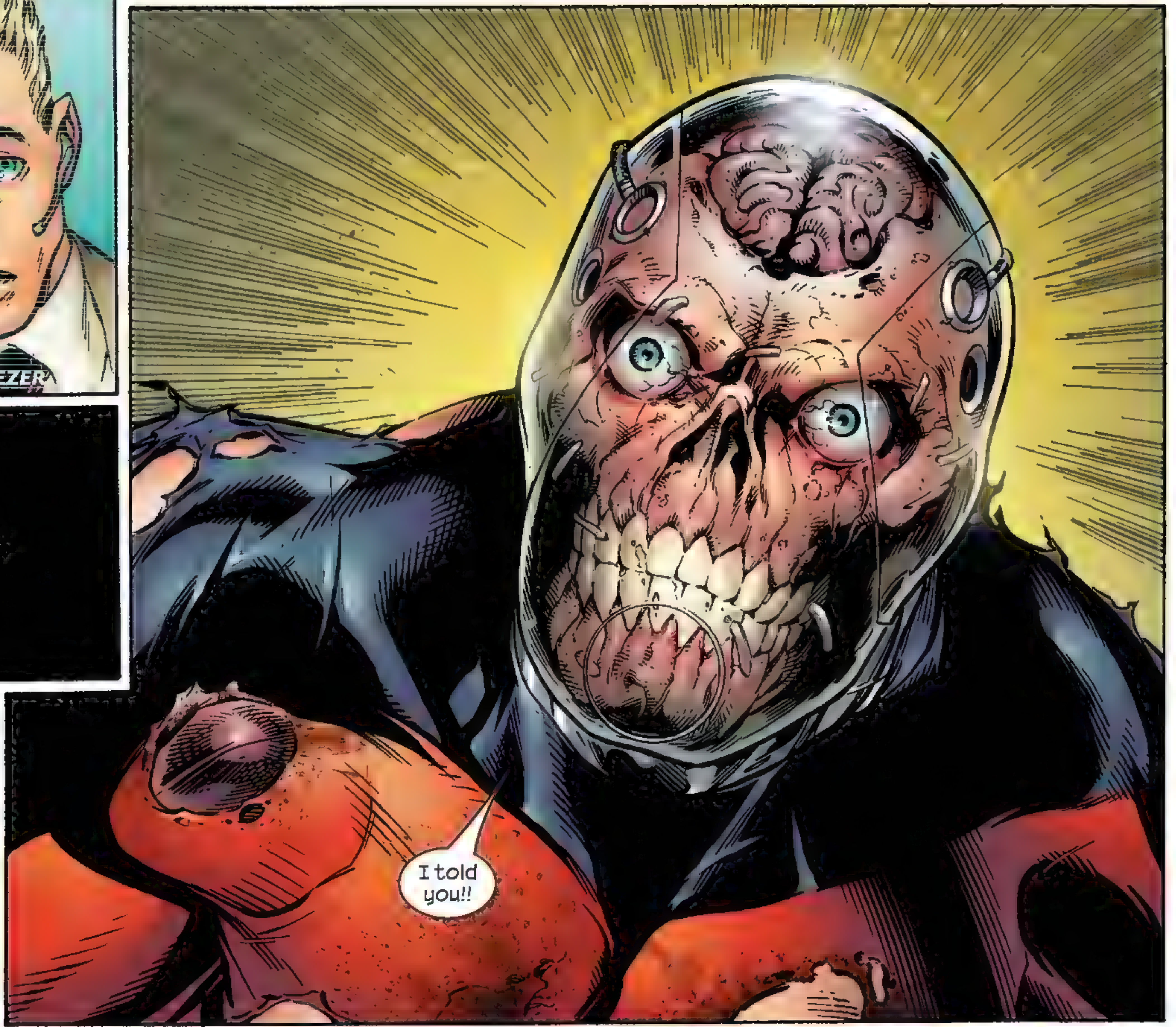
UH-OH.







UH-OH.

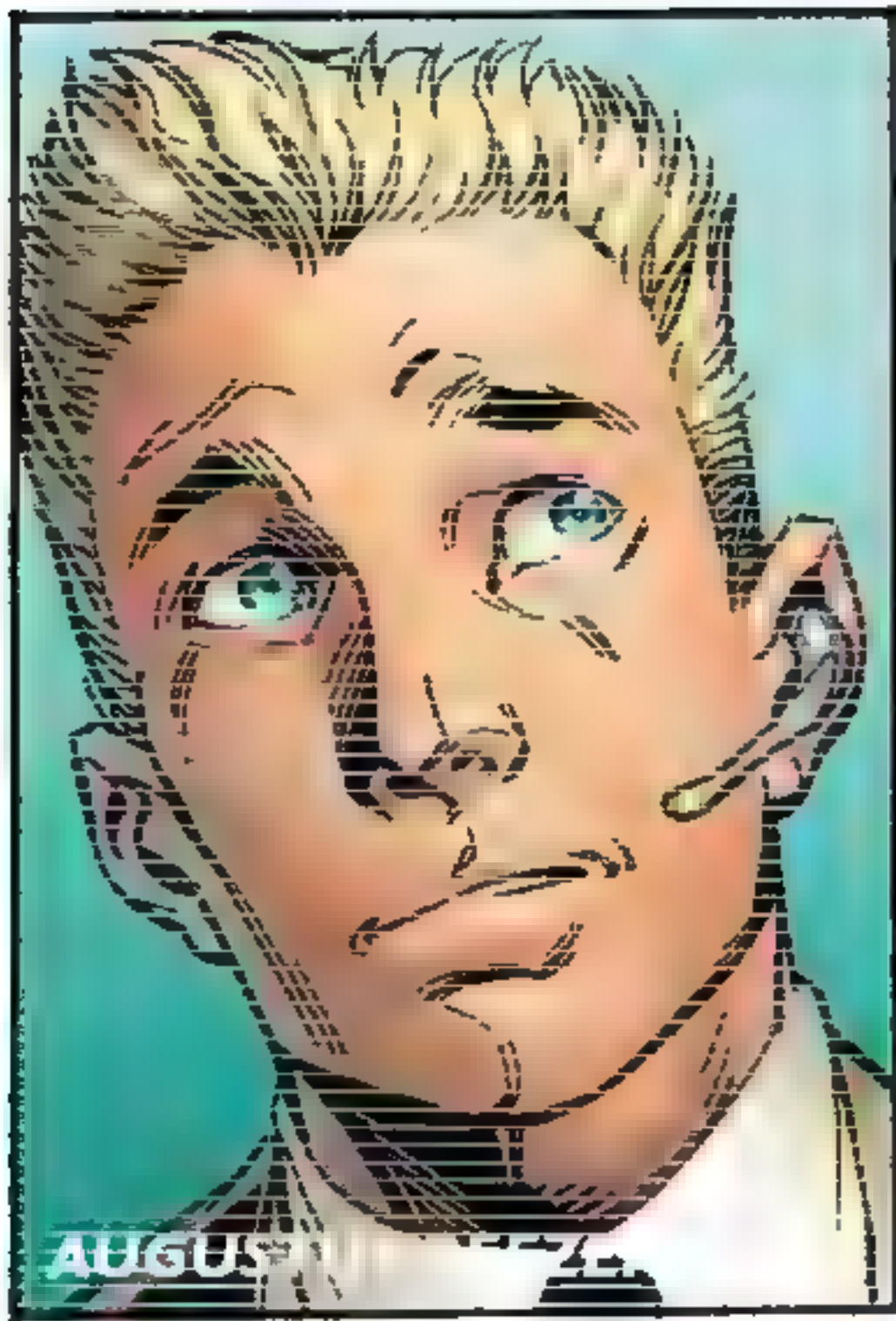


I will win this!  
We gave up everything to destroy you animals!



We gave up everything to put you down!!





I'M SORRY YOU  
AT HOME HAD TO  
SEE THAT. WE--



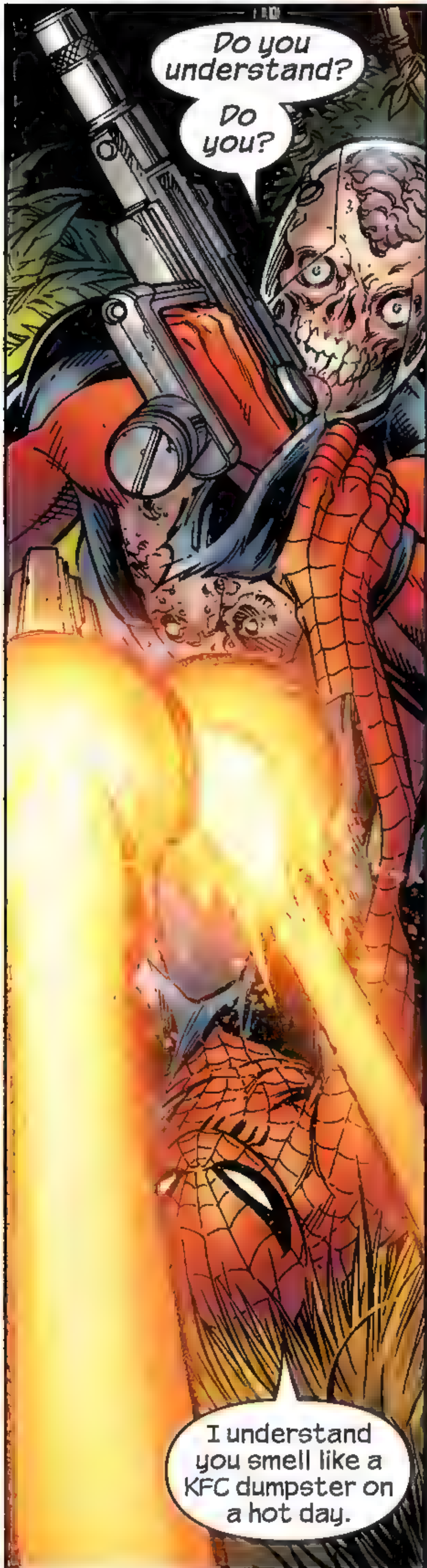
"AS WE EXPLAINED EARLIER IN THE SHOW,  
THE REAVERS WENT THROUGH GRUELING  
SURGICAL EXPERIMENTS TO MAKE THEM-  
SELVES EQUAL TO THE TASK OF FIGHTING  
SUPER-POWERED MUTANT YOUTH."

"AS YOU CAN SEE,  
WADEY WILSON  
TOOK IT AS FAR  
AS A MAN CAN."



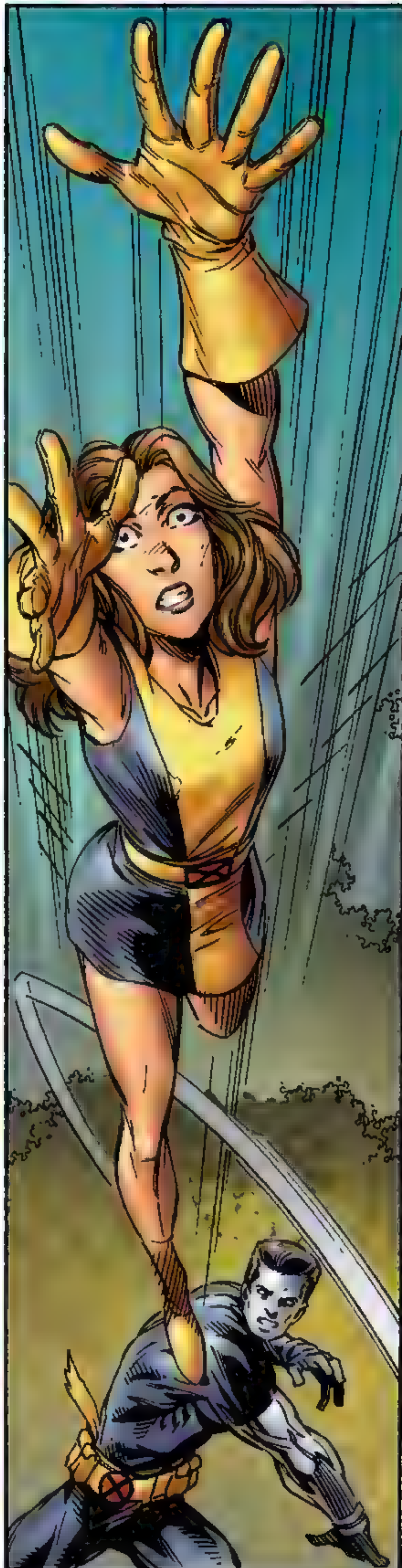
Peter,  
throw me  
at him.

What?



Do you  
understand?  
Do  
you?

I understand  
you smell like a  
KFC dumpster on  
a hot day.

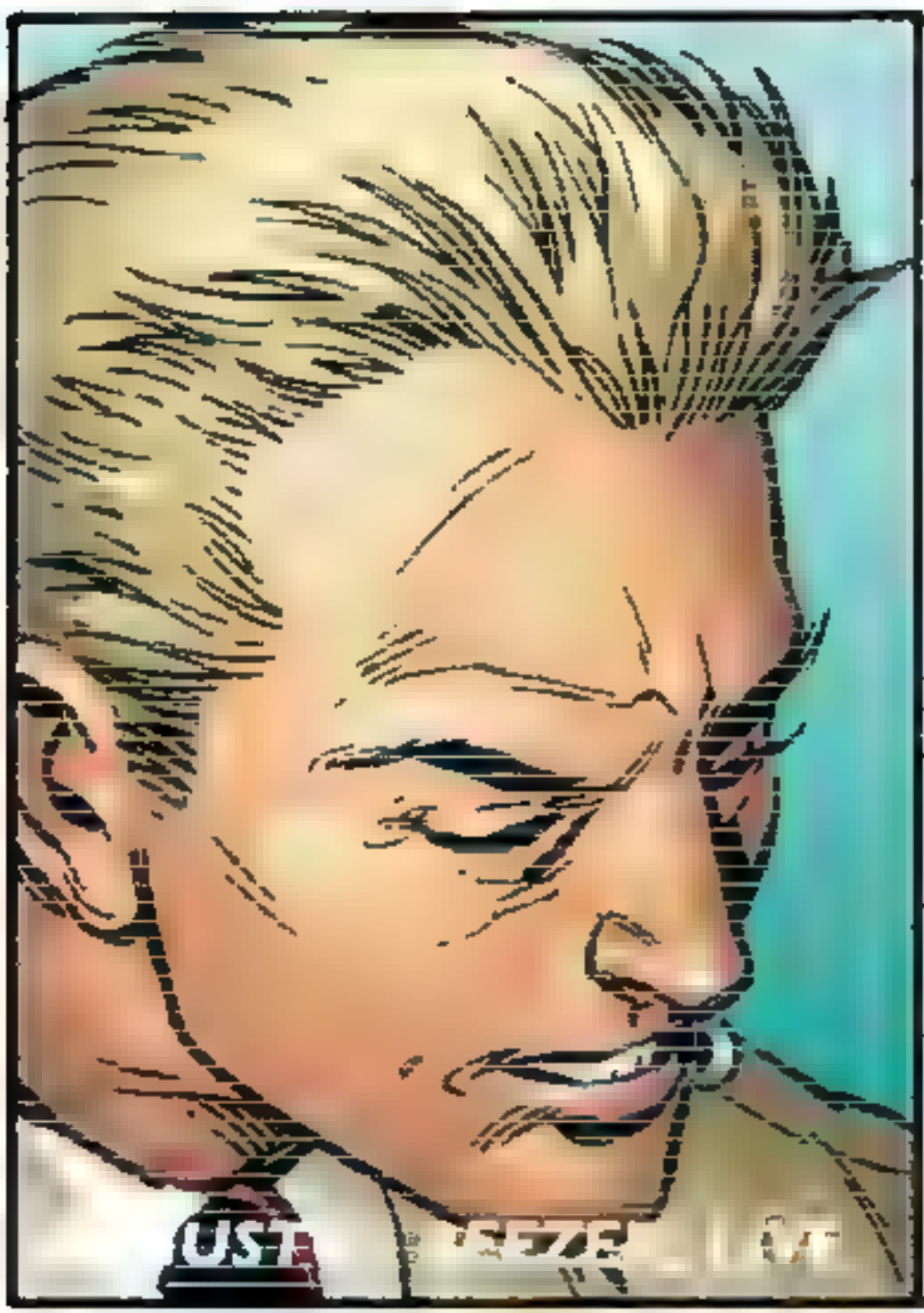


They'll  
understand  
when it's  
over.

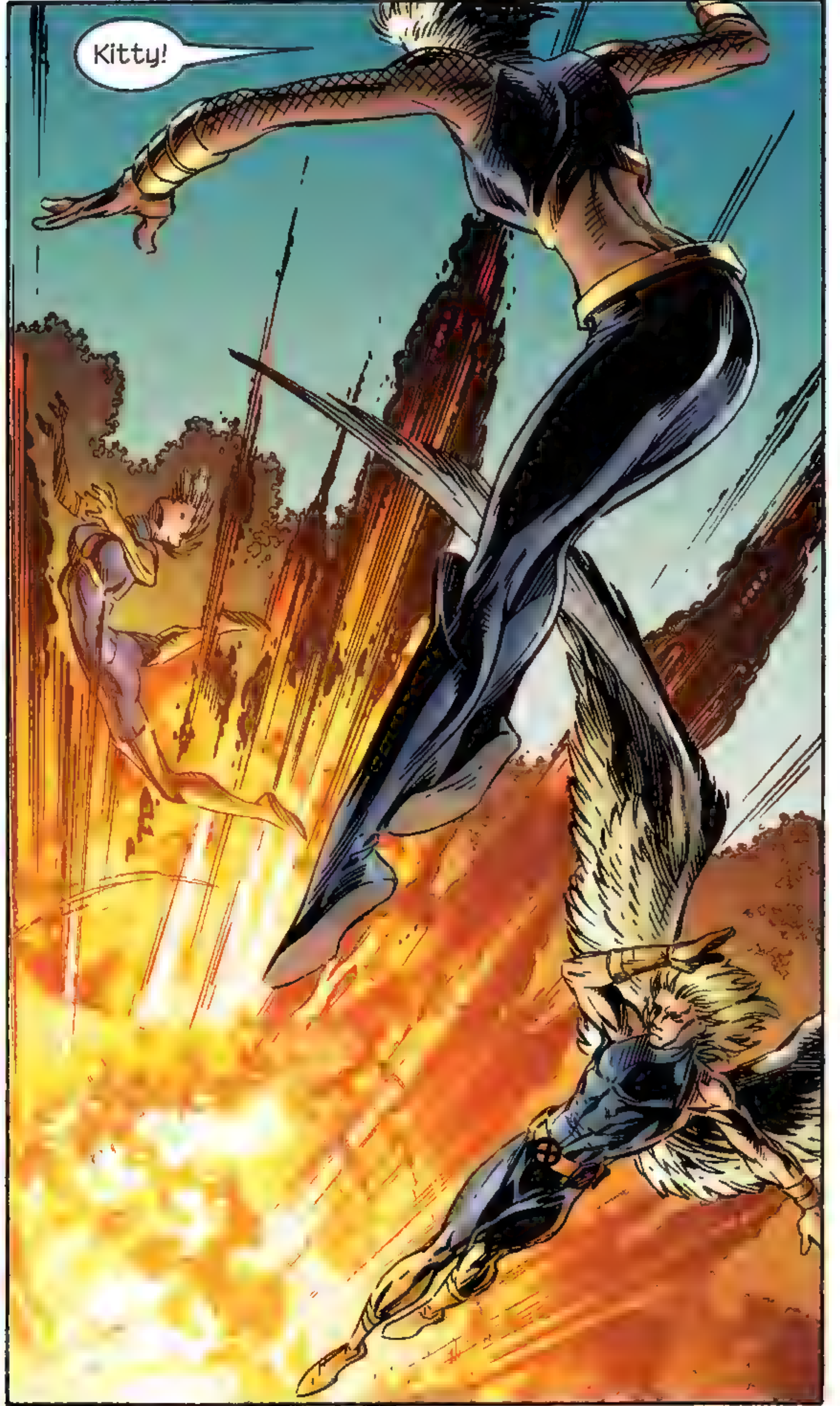
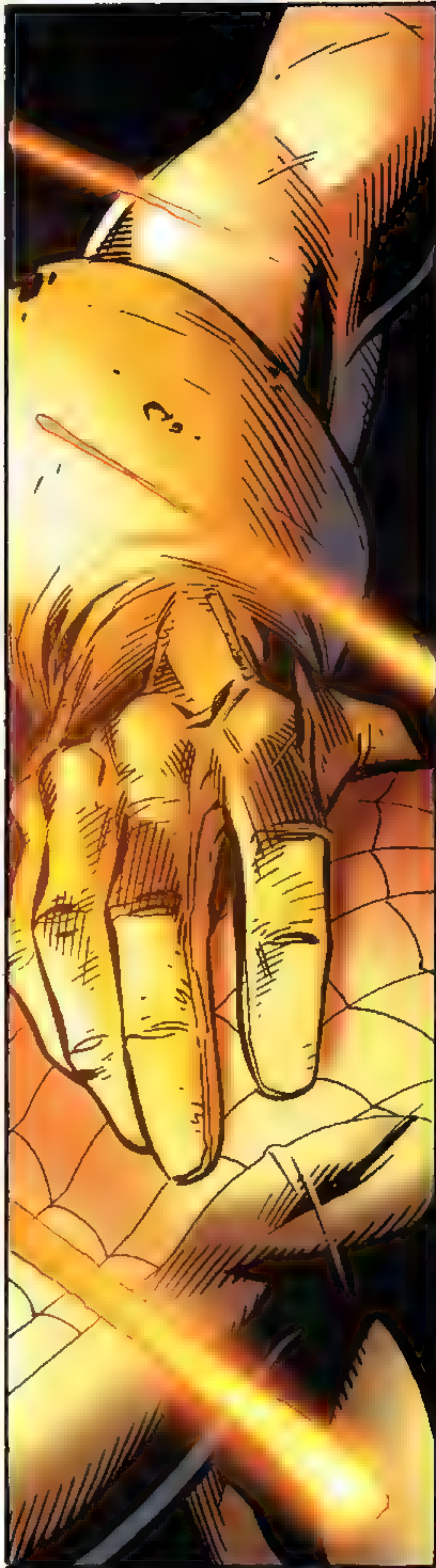
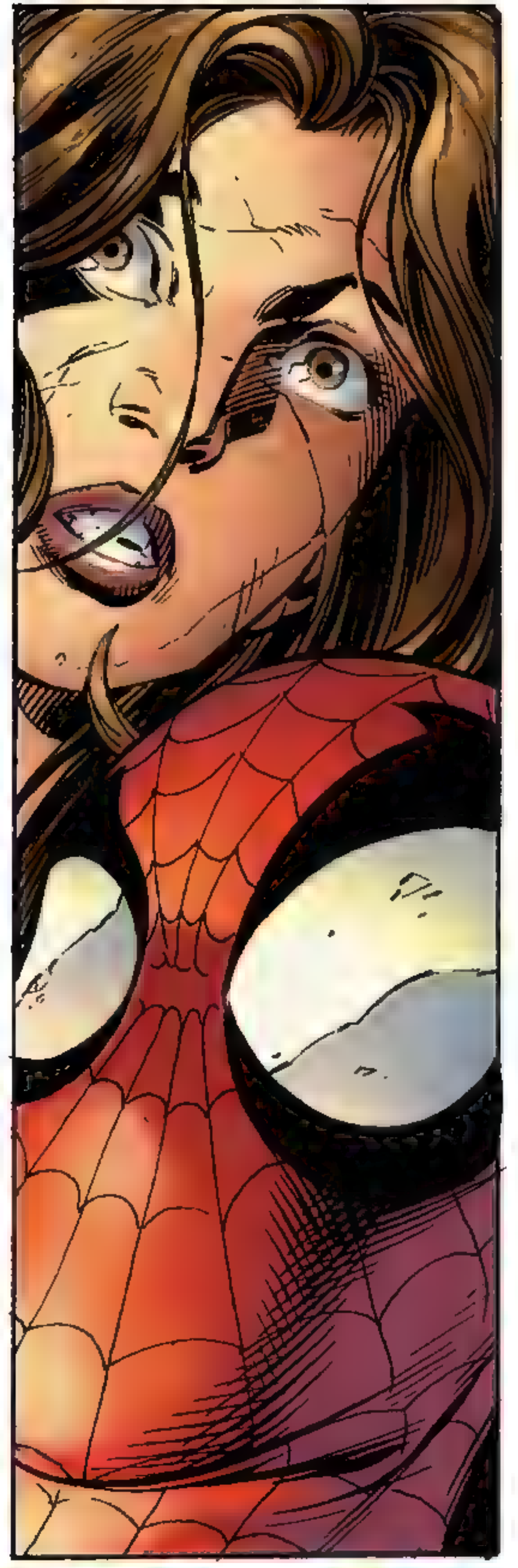
Nn...



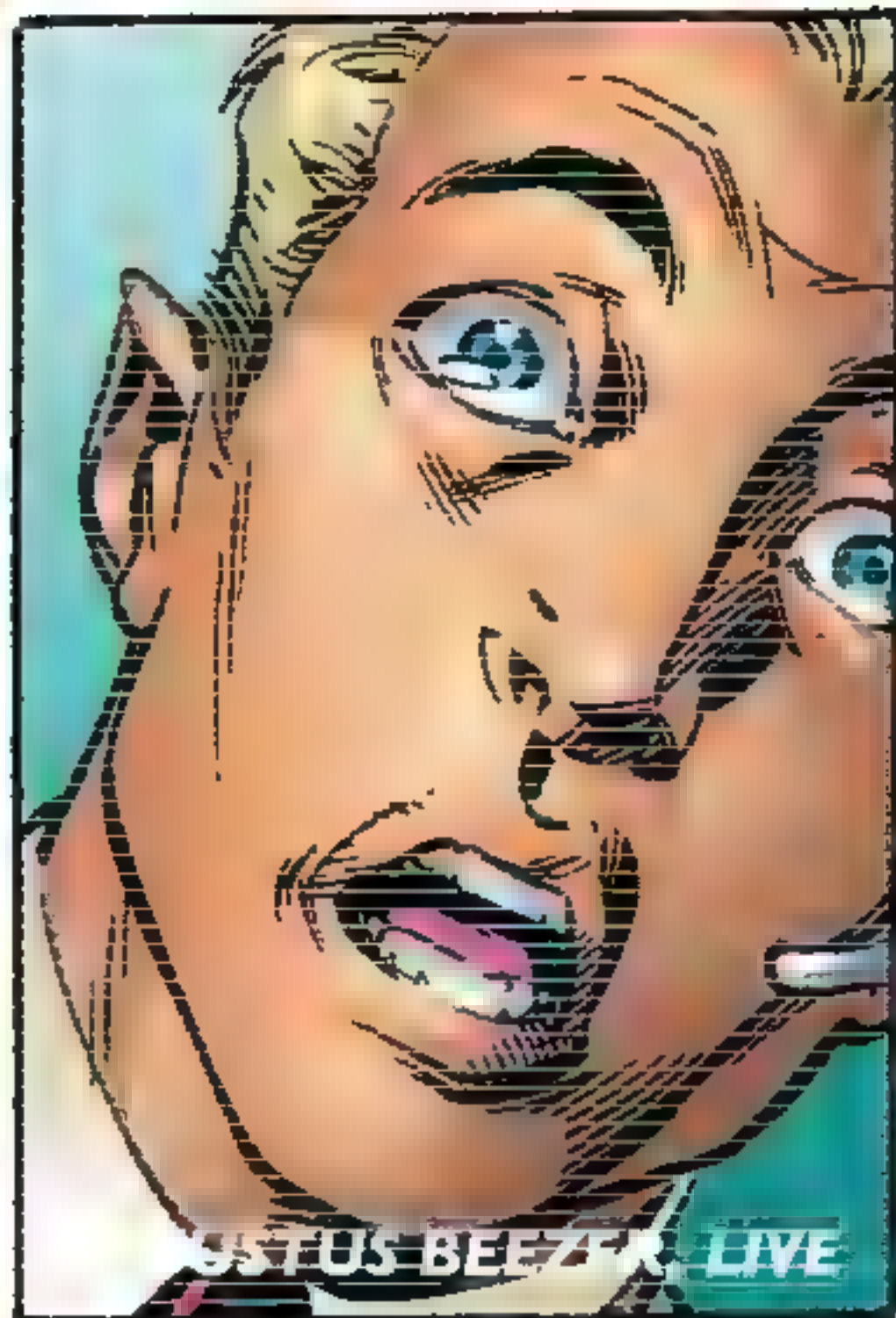
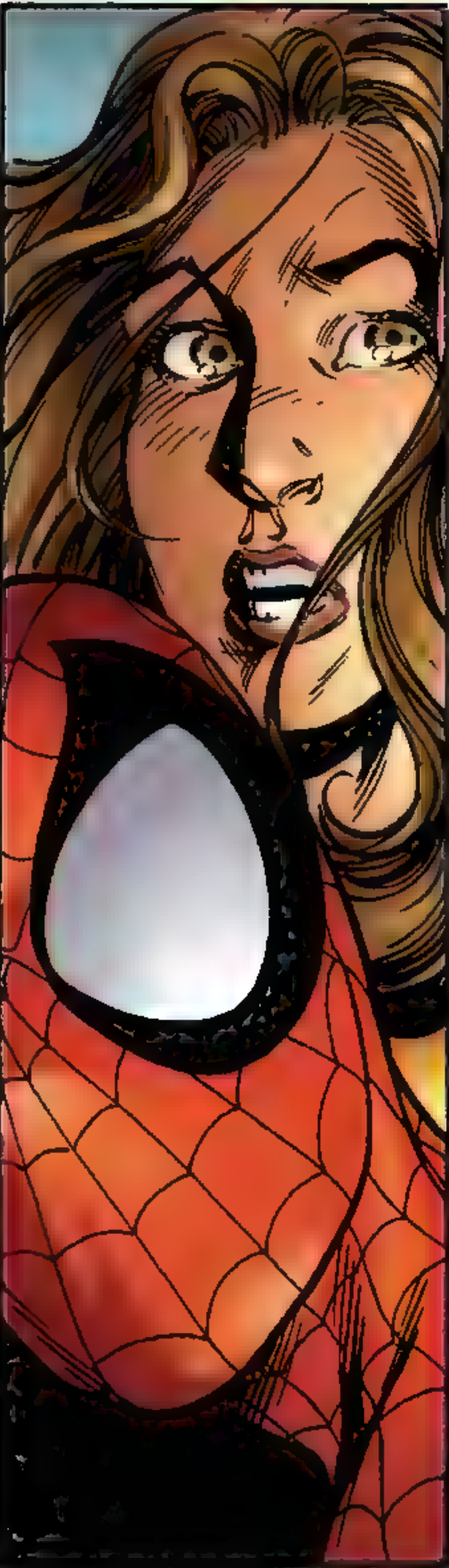
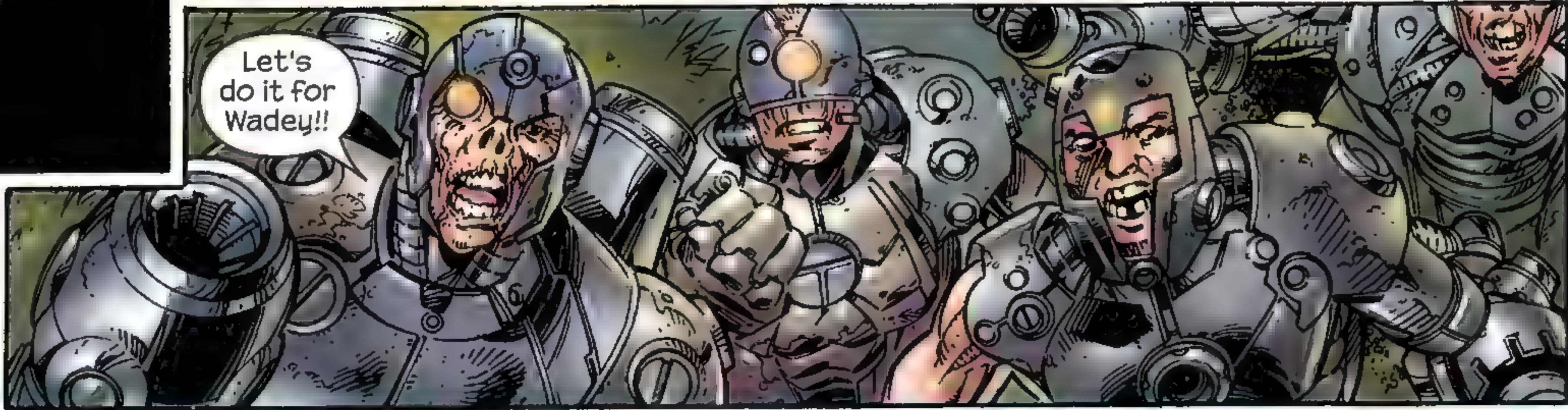
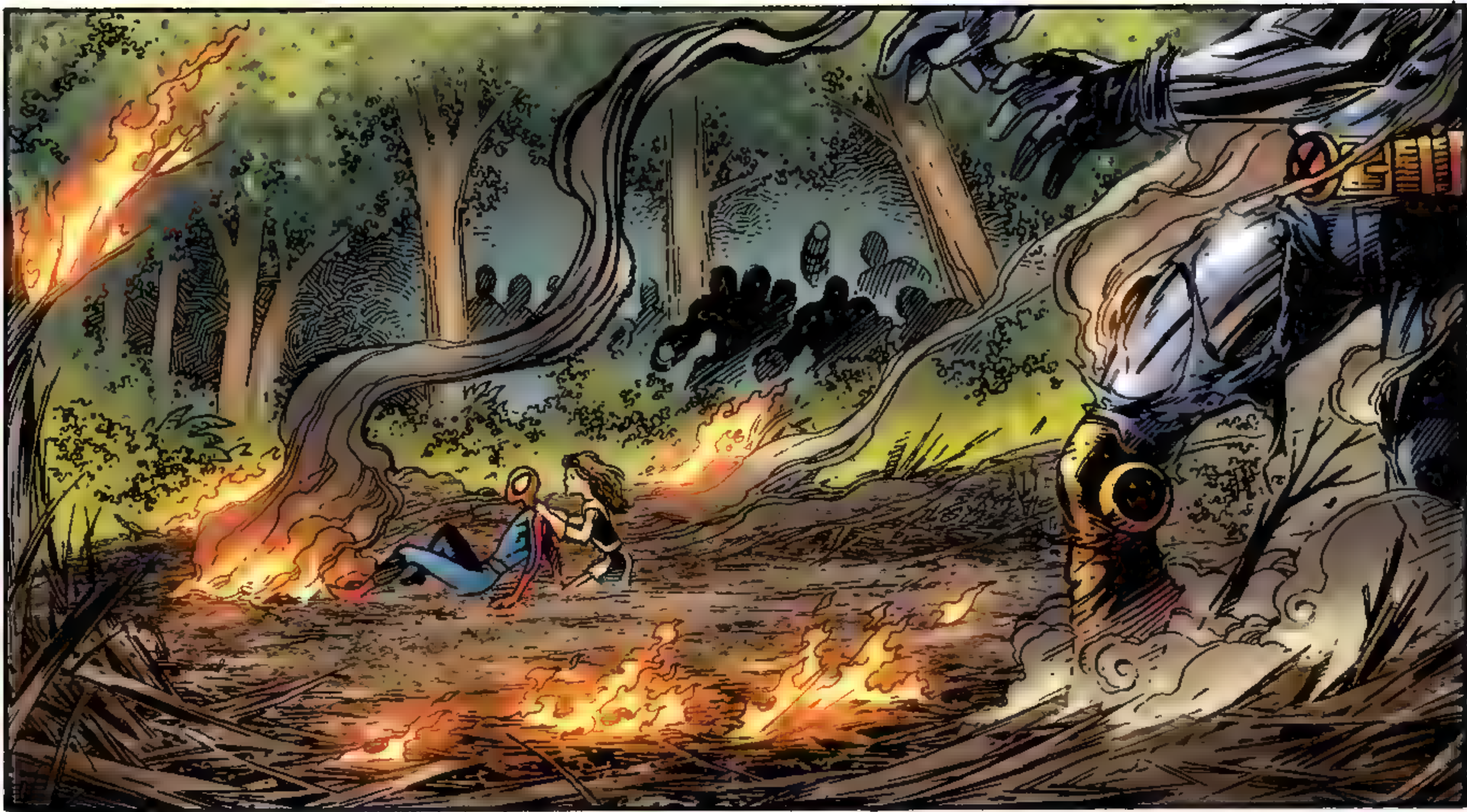
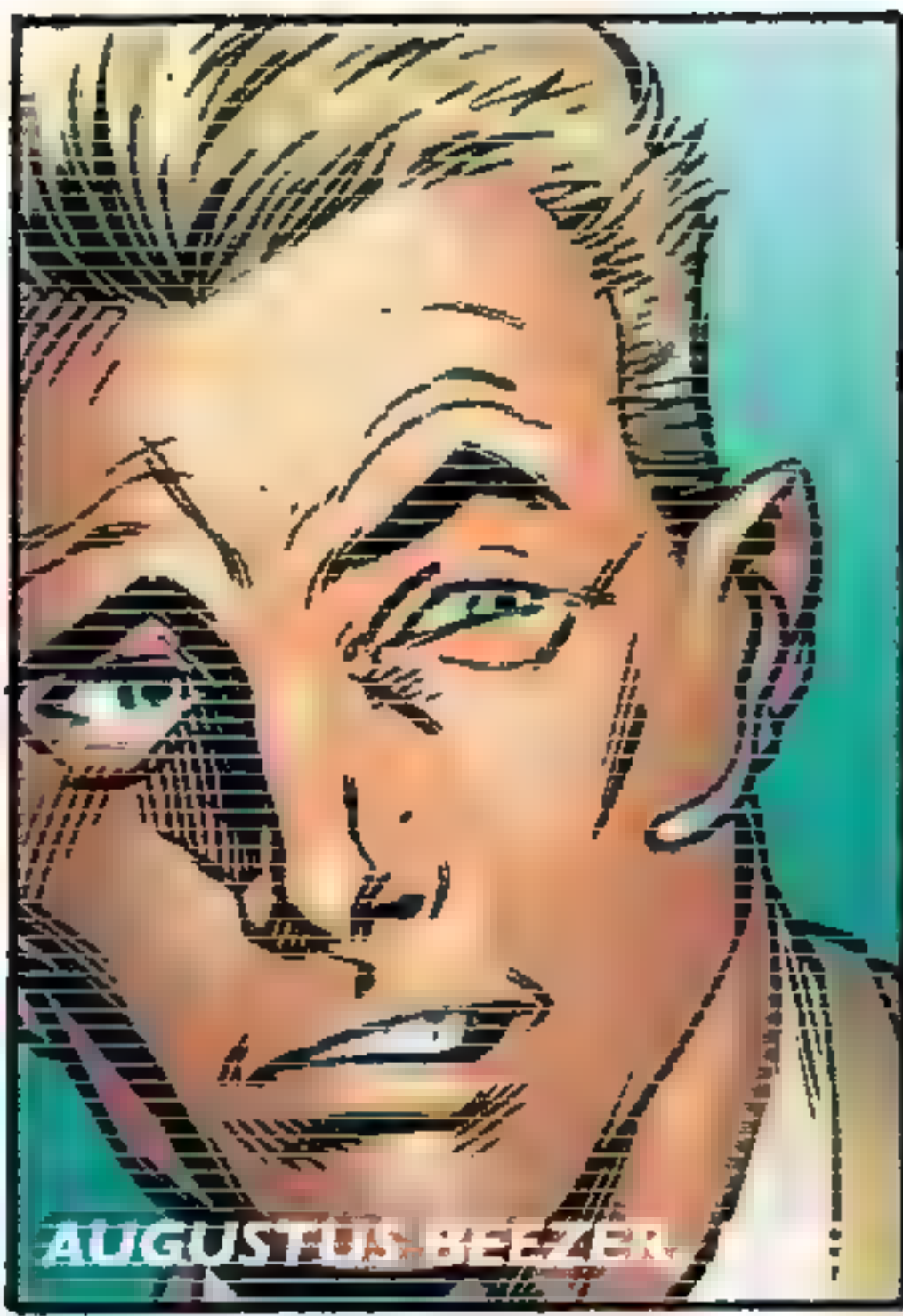




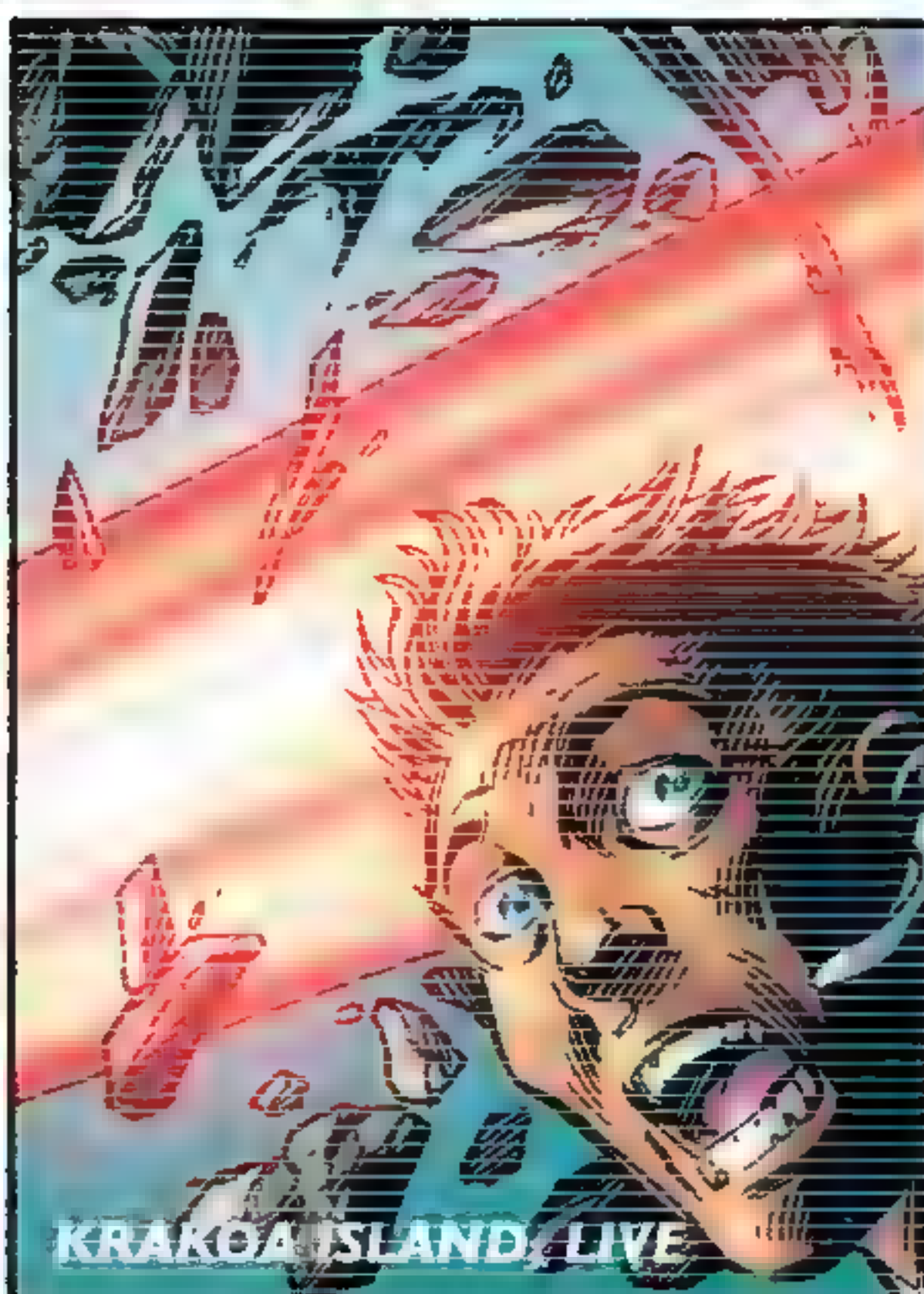
YOUNGER VIEWERS  
MAY WANT TO TURN  
AWAY--











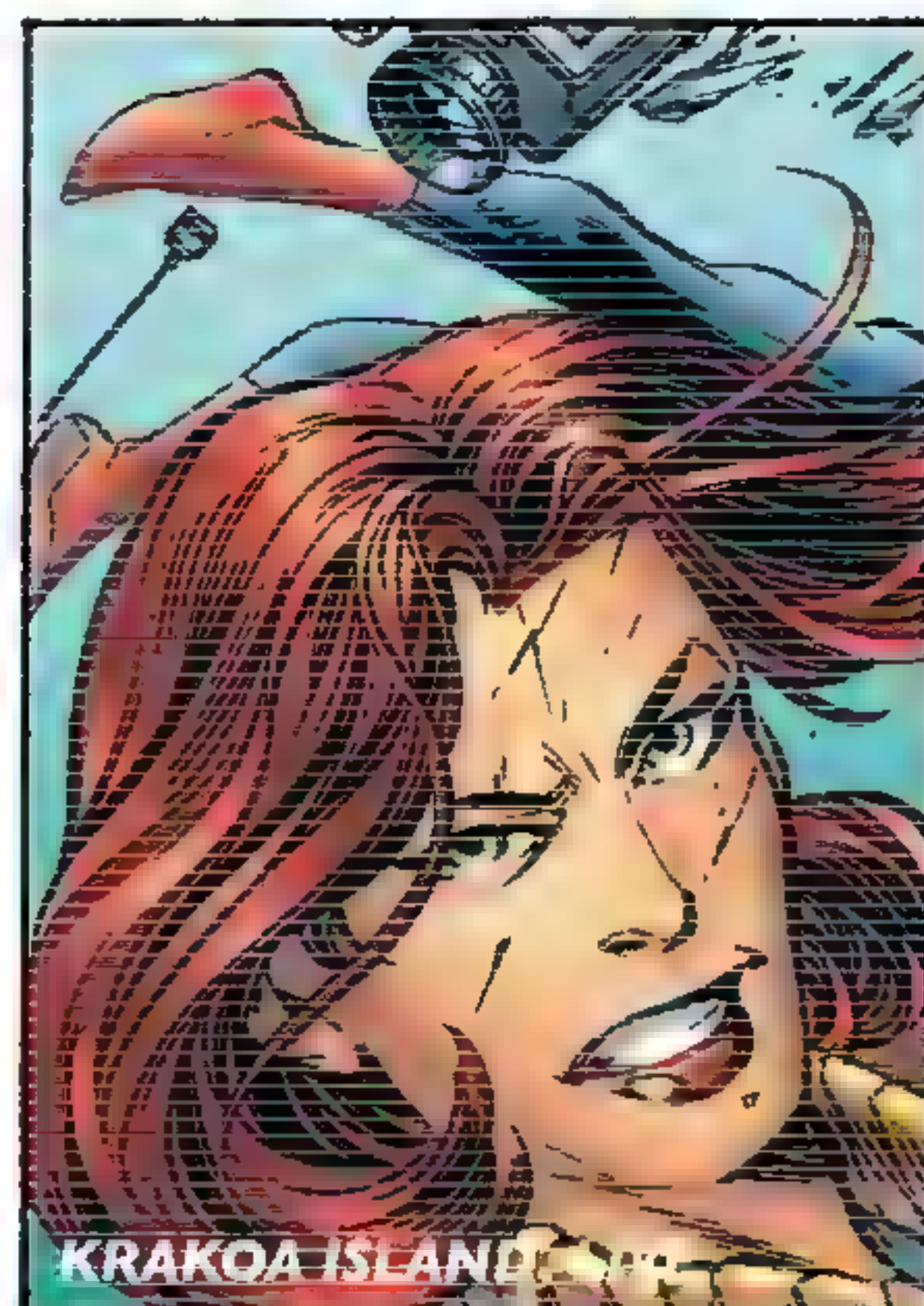
KRAKOA ISLAND, LIVE

IF YOU CAN HEAR US?  
THE AUTHORITIES!!  
THIS IS LIVE!  
WE ARE UNDER  
SIEGE BY MUTANT--



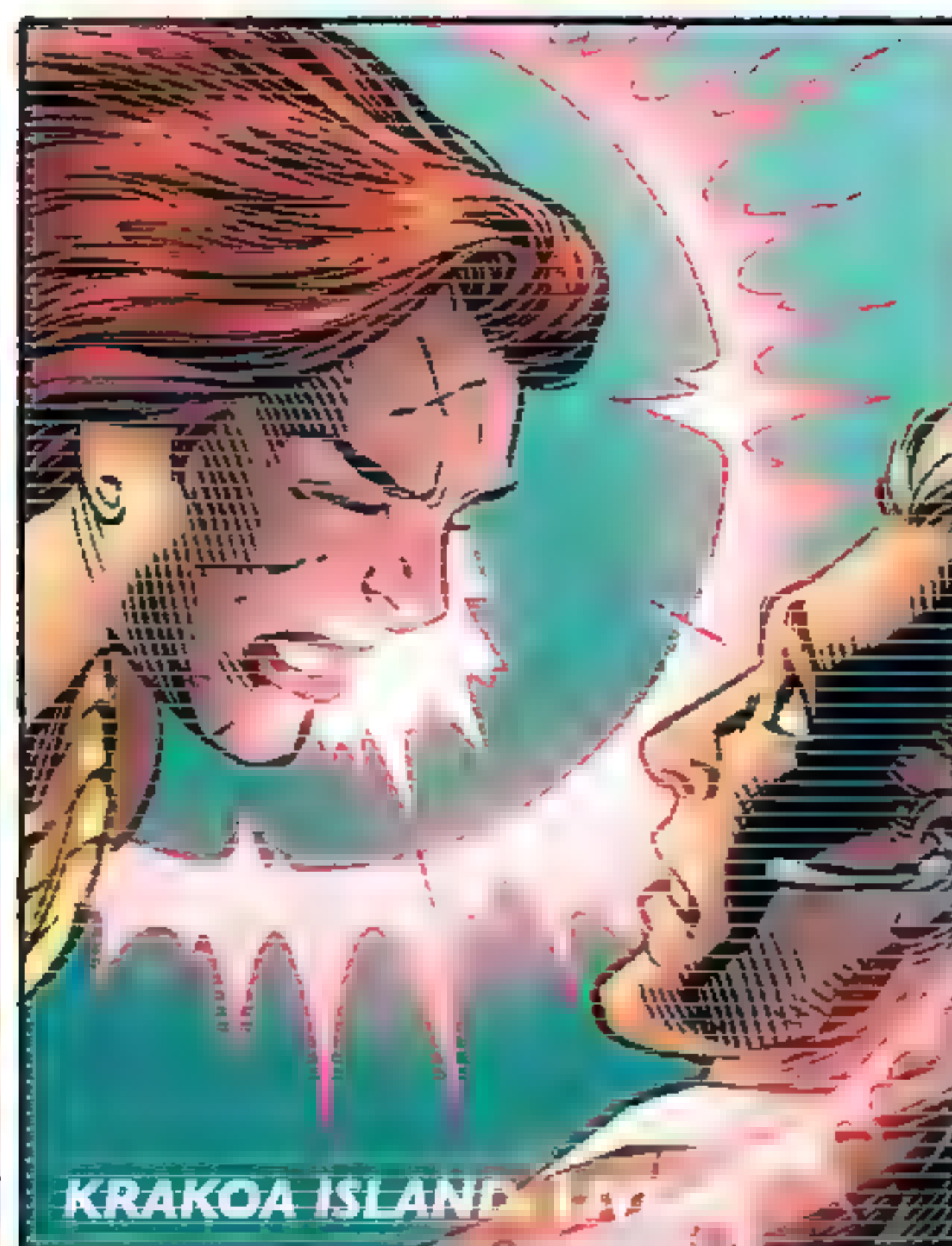
KRAKOA ISLAND, LIVE

YES, THE  
AUTHORITIES.  
PLEASE,  
IF YOU ARE  
WATCHING  
THIS.



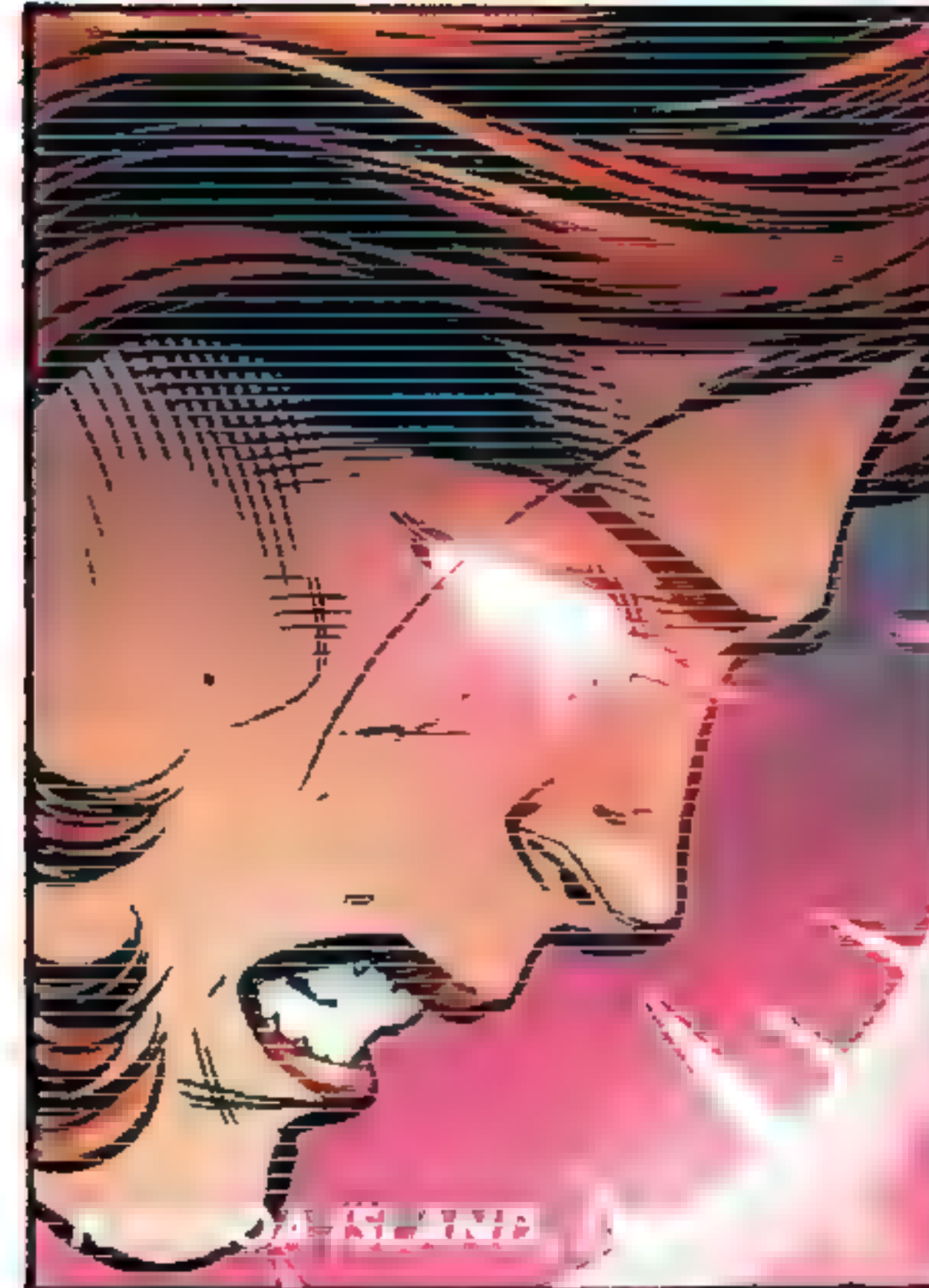
KRAKOA ISLAND, LIVE

PLEASE DO COME  
AND TAKE CARE OF THIS  
TELEVISION SHOW THAT  
KIDNAPS CHILDREN OUT  
OF THEIR BEDS AND  
BRINGS THEM HERE TO  
TORTURE AND KILL THEM.



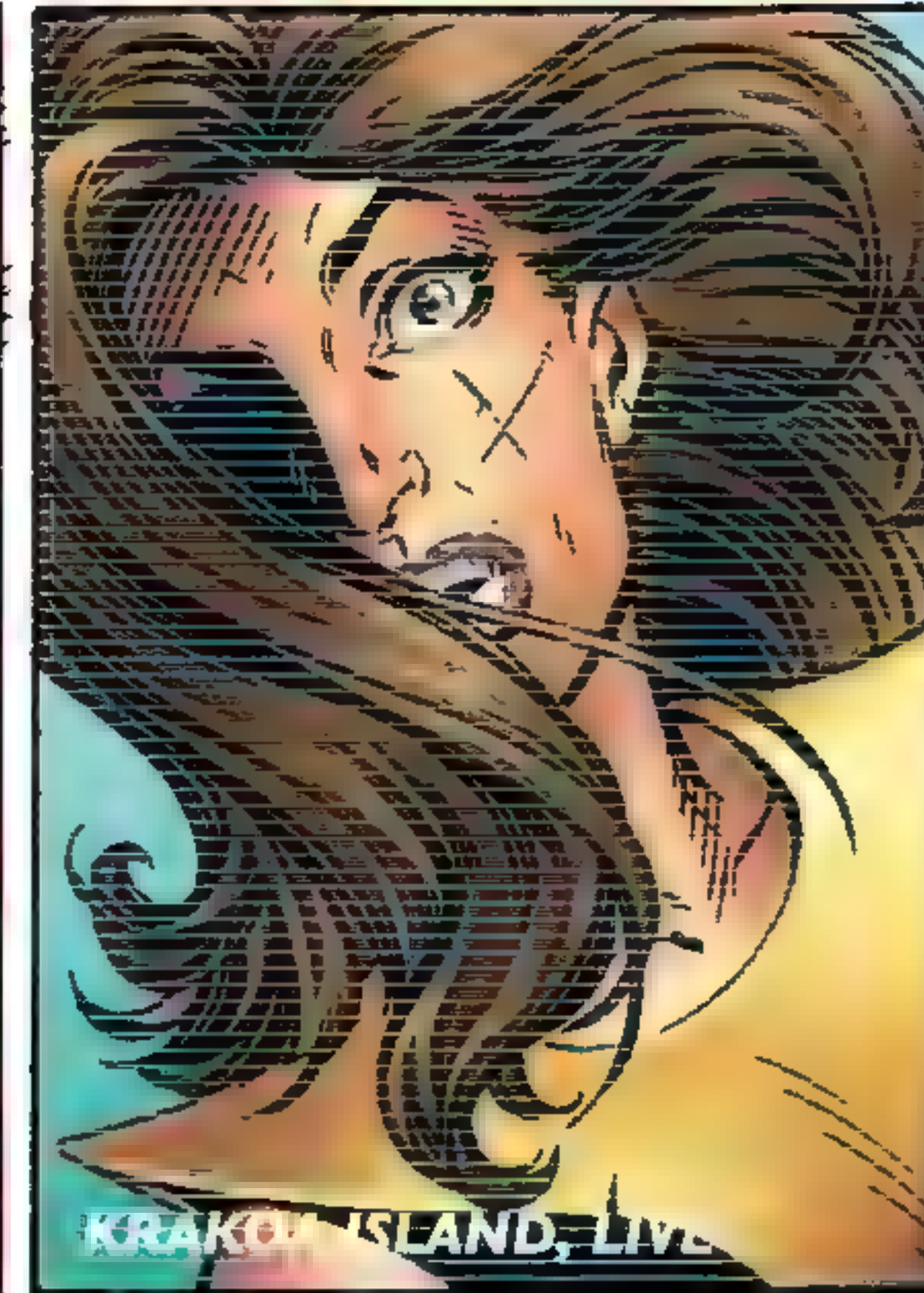
KRAKOA ISLAND, LIVE

MY NAME IS JEAN GREY.  
AND I DON'T HAVE  
TO ASK YOU WHERE  
YOU ARE KEEPING  
PROFESSOR XAVIER.  
I CAN JUST LOOK INTO  
YOUR MIND AND TAKE IT.



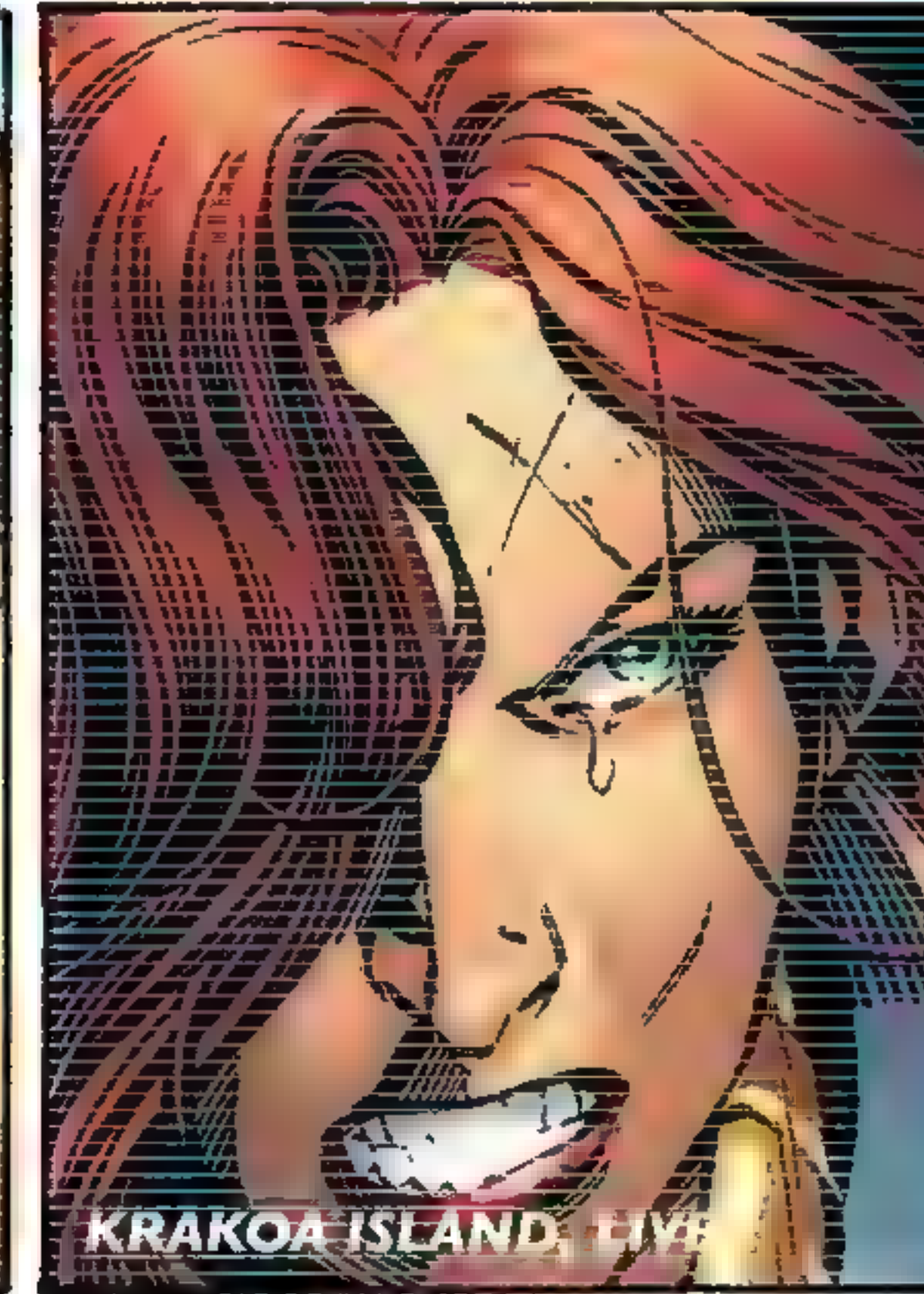
KRAKOA ISLAND, LIVE

I COULD ALSO TELL  
YOUR MIND TO STOP  
BREATHING.  
BUT I'M ONE OF  
THE GOOD GUYS.  
LUCKY YOU.



KRAKOA ISLAND, LIVE

HEY, KIDS!  
IF YOU'RE  
WATCHING THIS AT  
HOME, WATCHING  
THIS TELEVISIED  
HATE CRIME,  
YOU'RE THE  
REASON YOUR LIFE  
SUCKS. NOT US.

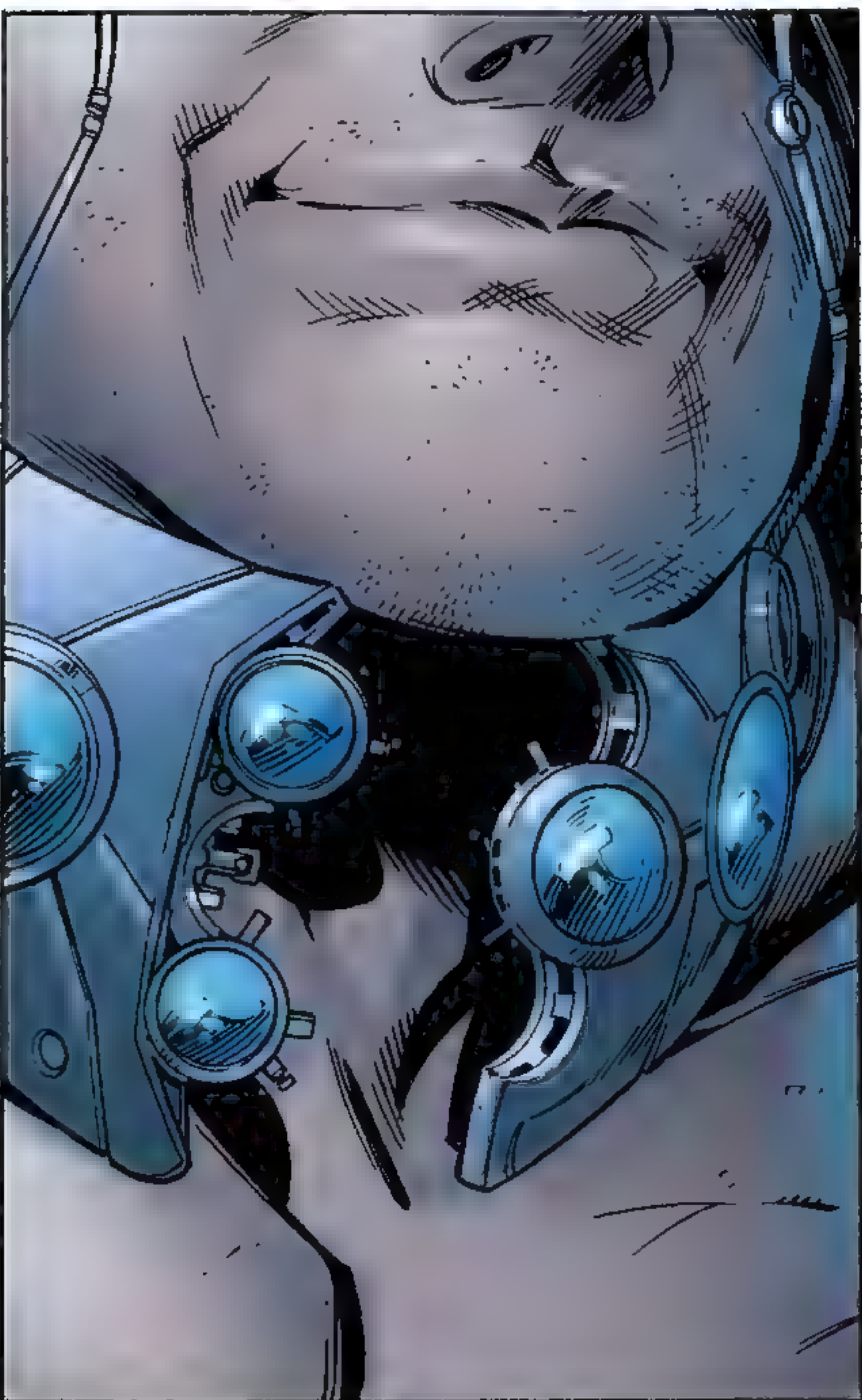
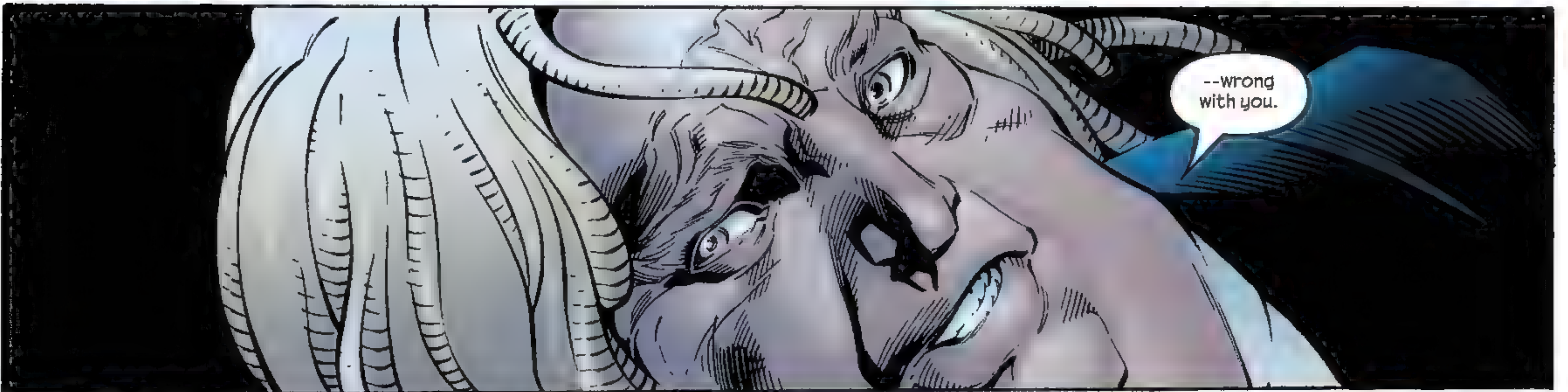
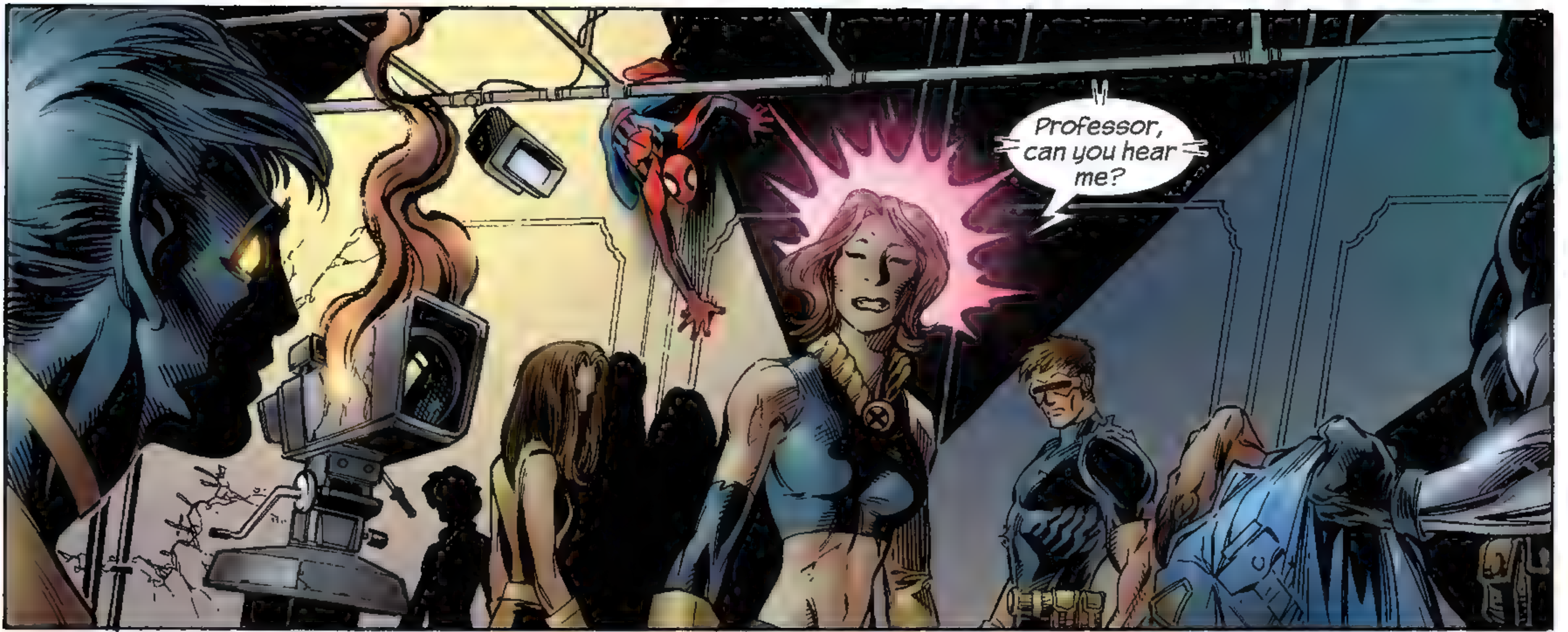


KRAKOA ISLAND, LIVE

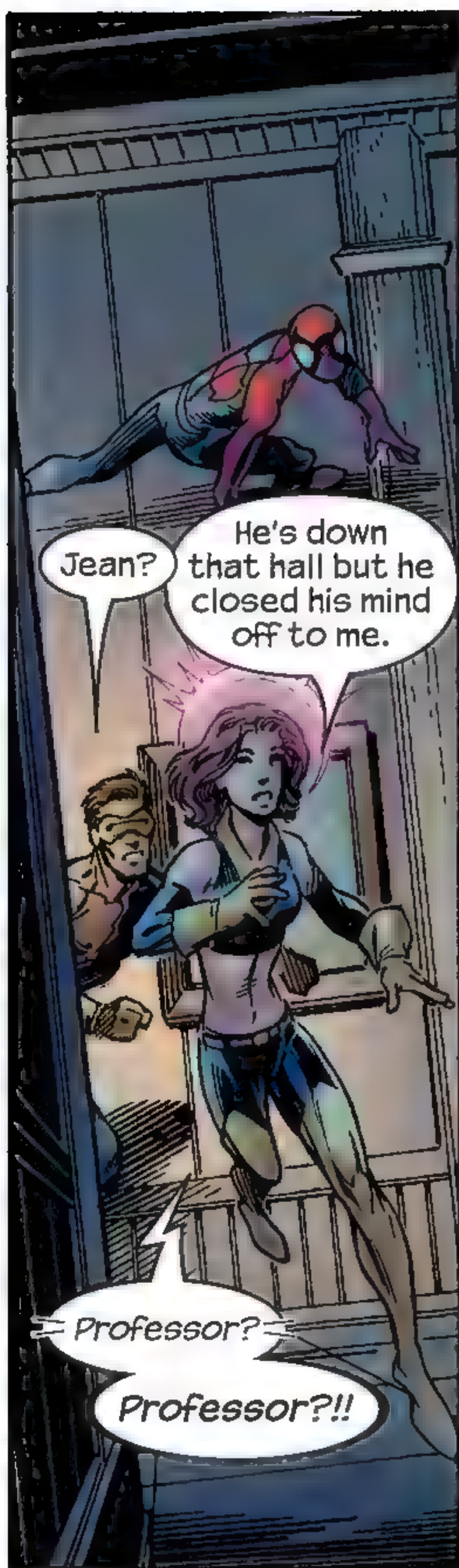
SIT IN THE  
DARK AND THINK  
ABOUT THAT.









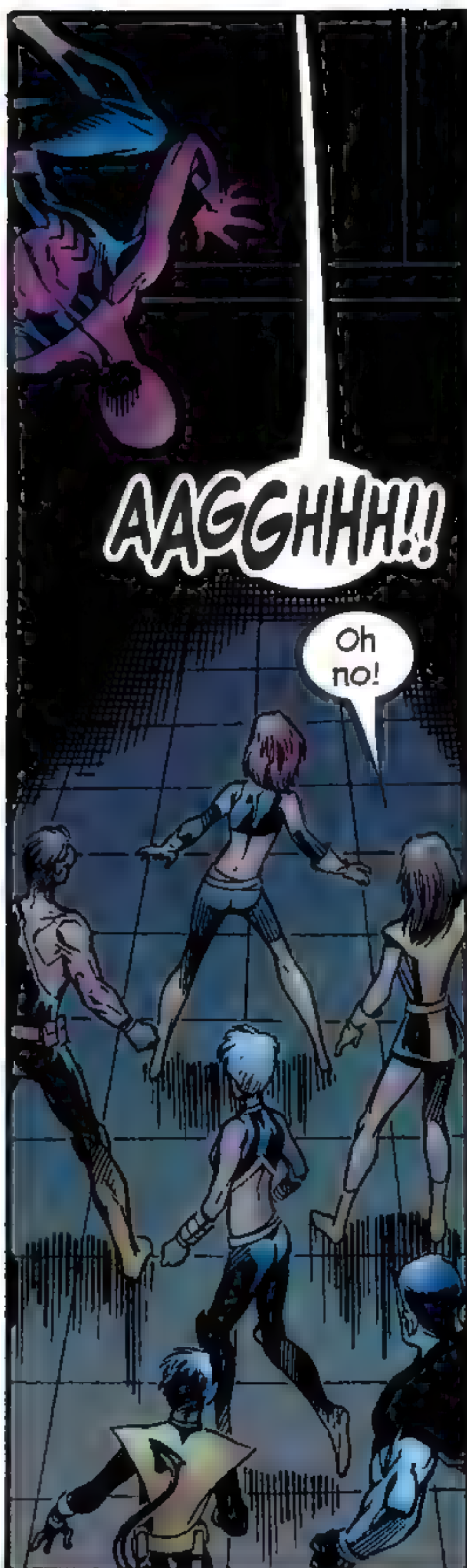


Jean?

He's down  
that hall but he  
closed his mind  
off to me.

Professor?

Professor?!!



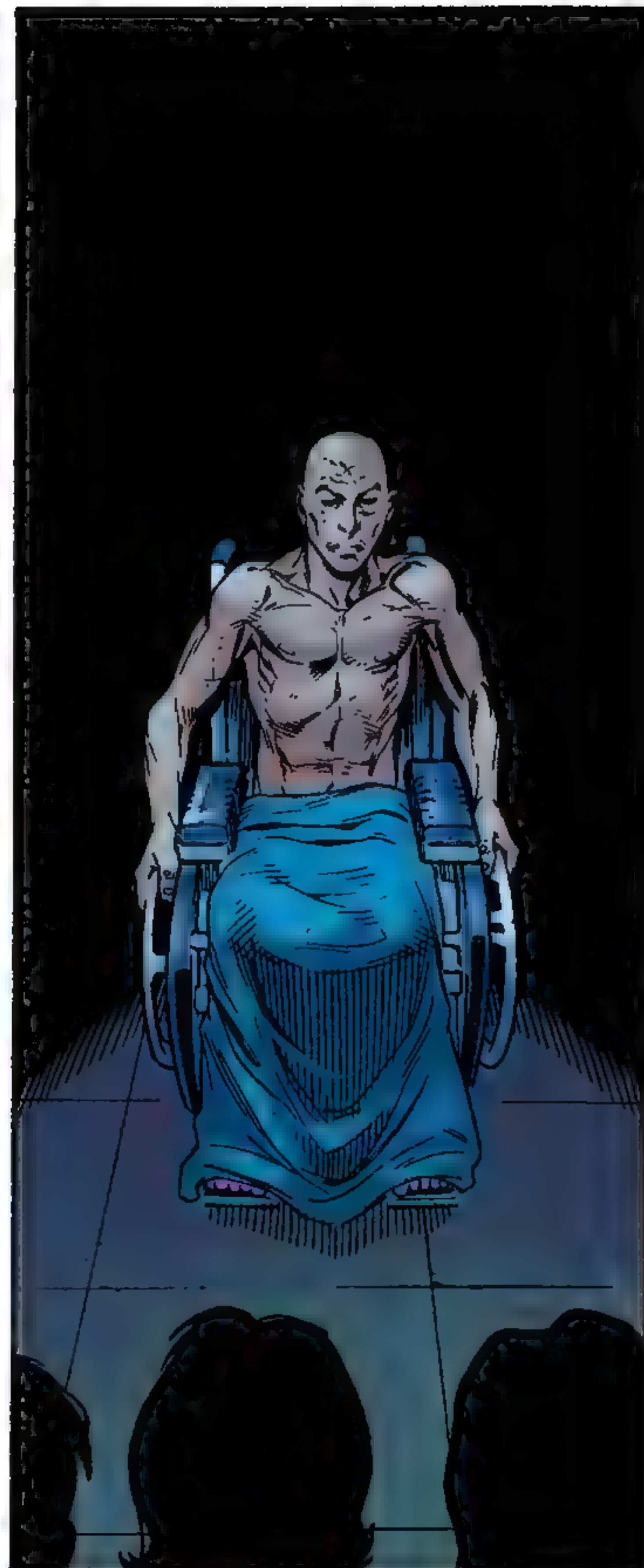
AAGGHHH!!

Oh  
no!



Jean?

I-I  
don't  
know.



Professor!

I'm no  
worse for  
wear.

We heard  
the scream  
and--

Let's  
just leave  
this horrid  
place.

I  
saw a small  
airfield.



Mister Parker.  
You came to our  
rescue.

I fear to  
think of what  
would have  
happened to us  
if you had not  
been here to  
tip the balance  
in our favor.

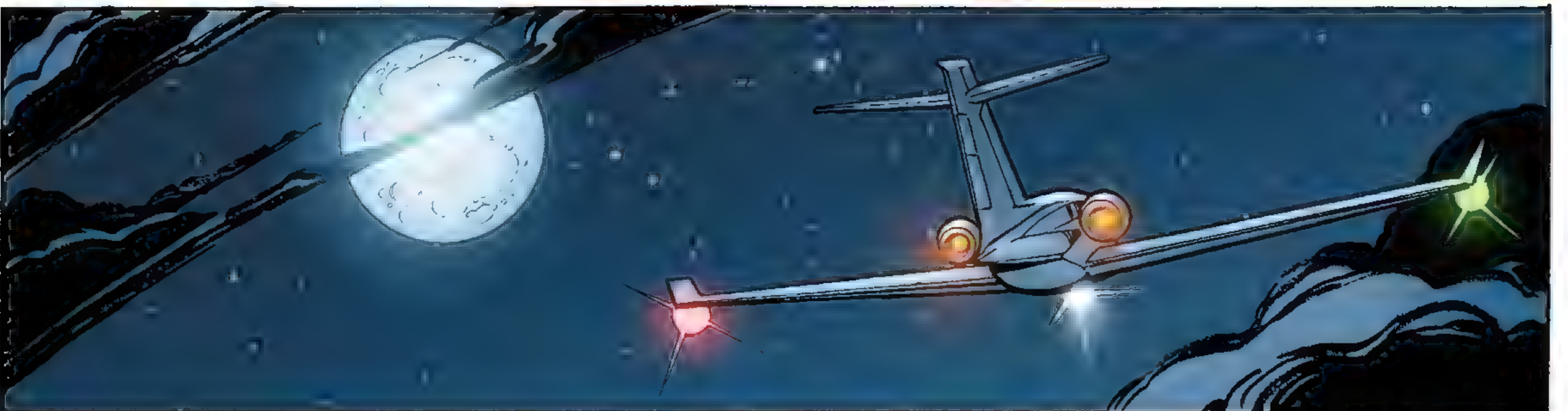
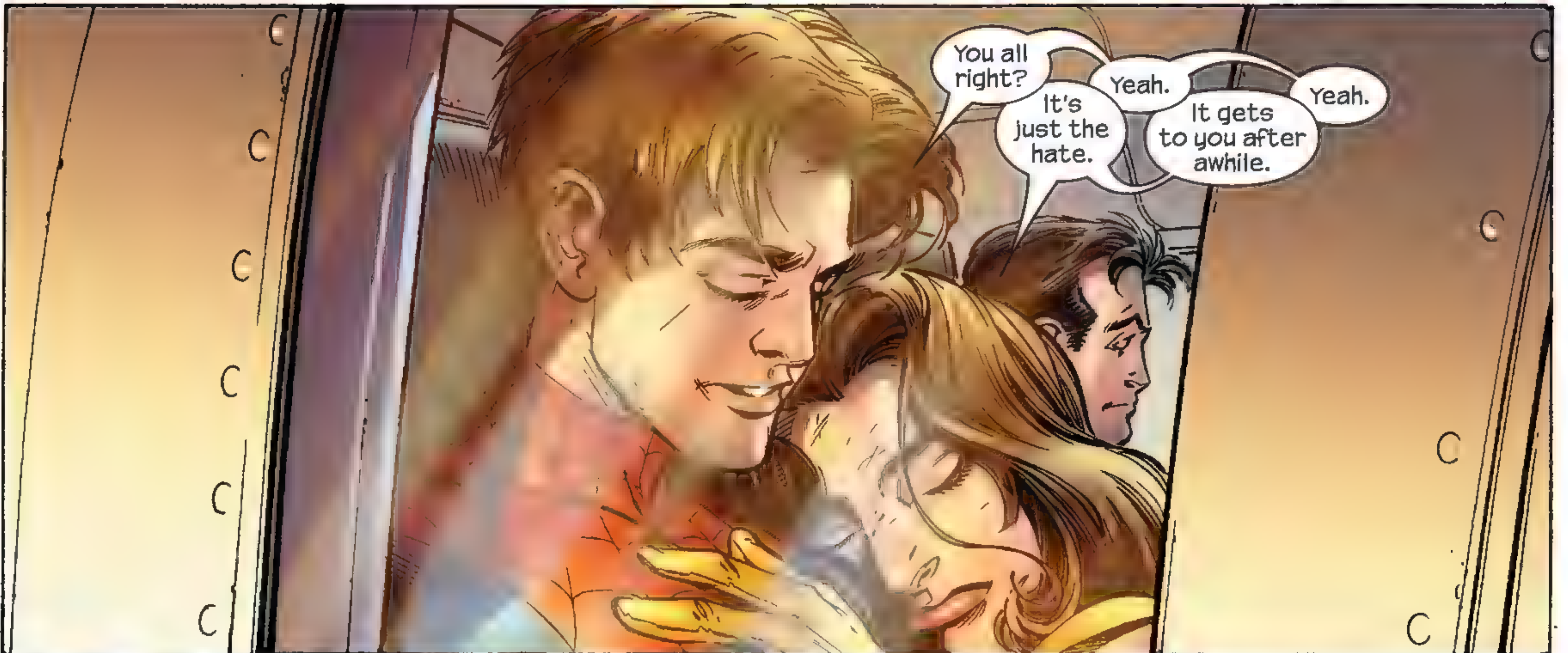
You're a  
fine young  
man.



Great. Can I move  
in with you guys when  
my aunt kicks me out  
of the house?

Let's  
get you  
home.

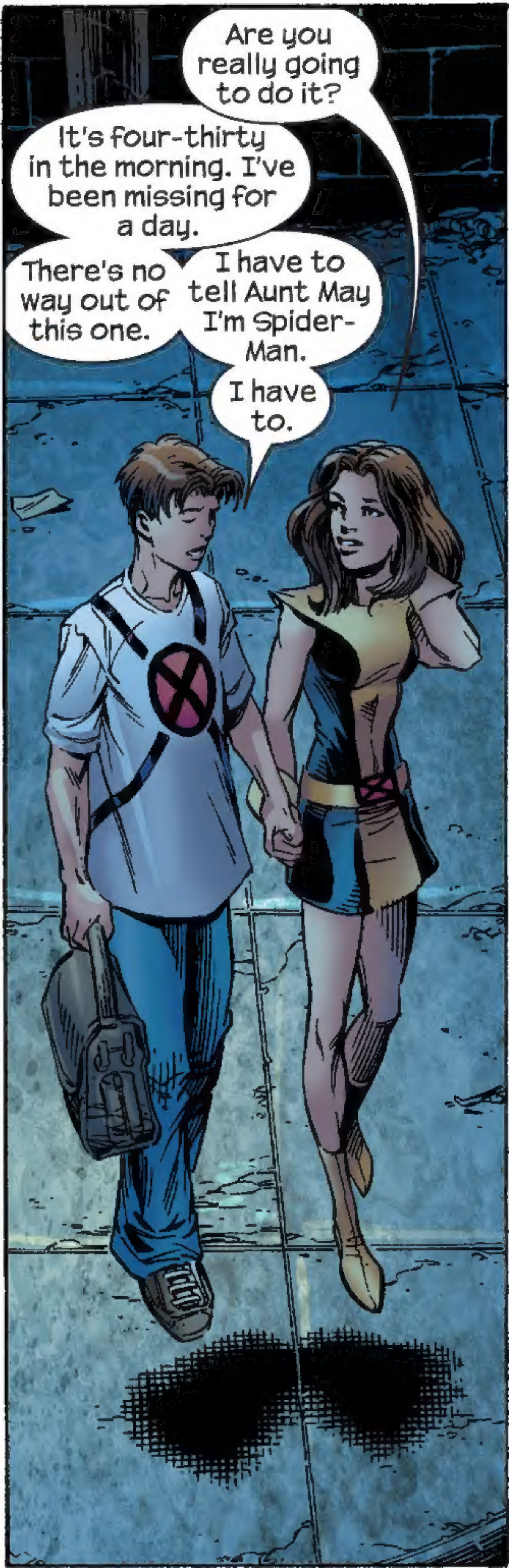








Well, thanks for a lovely evening.



Are you really going to do it?

It's four-thirty in the morning. I've been missing for a day.

There's no way out of this one.

I have to tell Aunt May I'm Spider-Man.

I have to.



What will she do?

I have no idea.

Maybe, I don't know, maybe Jean Grey or the Professor can use their psychic powers to make her forget you were missing or--

Come on. First of all--

I know.

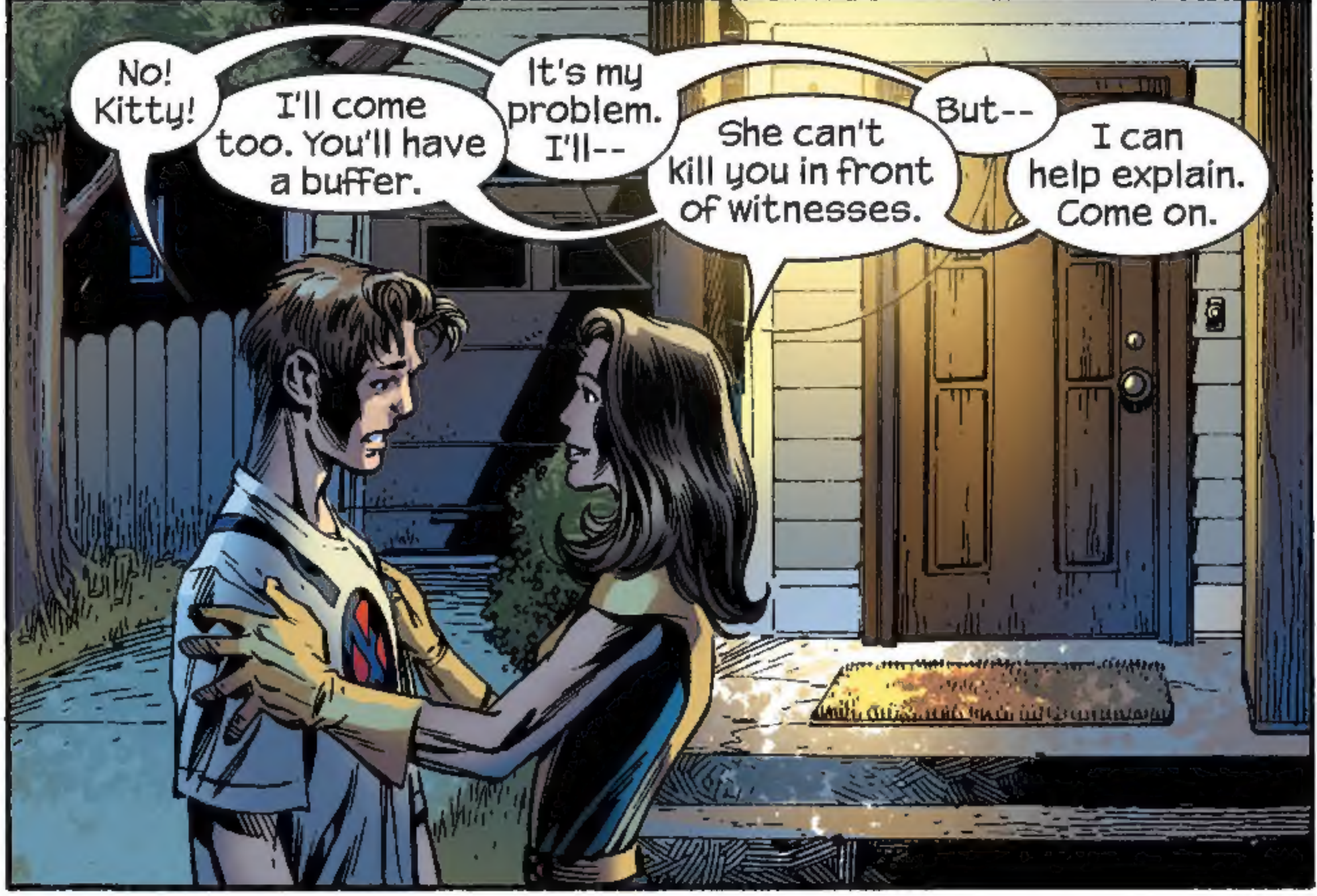
It's just wrong.

I know. I just- I want you to be happy.



(Okay, into the fire I--)

I'm coming, too.



No! Kitty!

I'll come too. You'll have a buffer.

It's my problem. I'll--

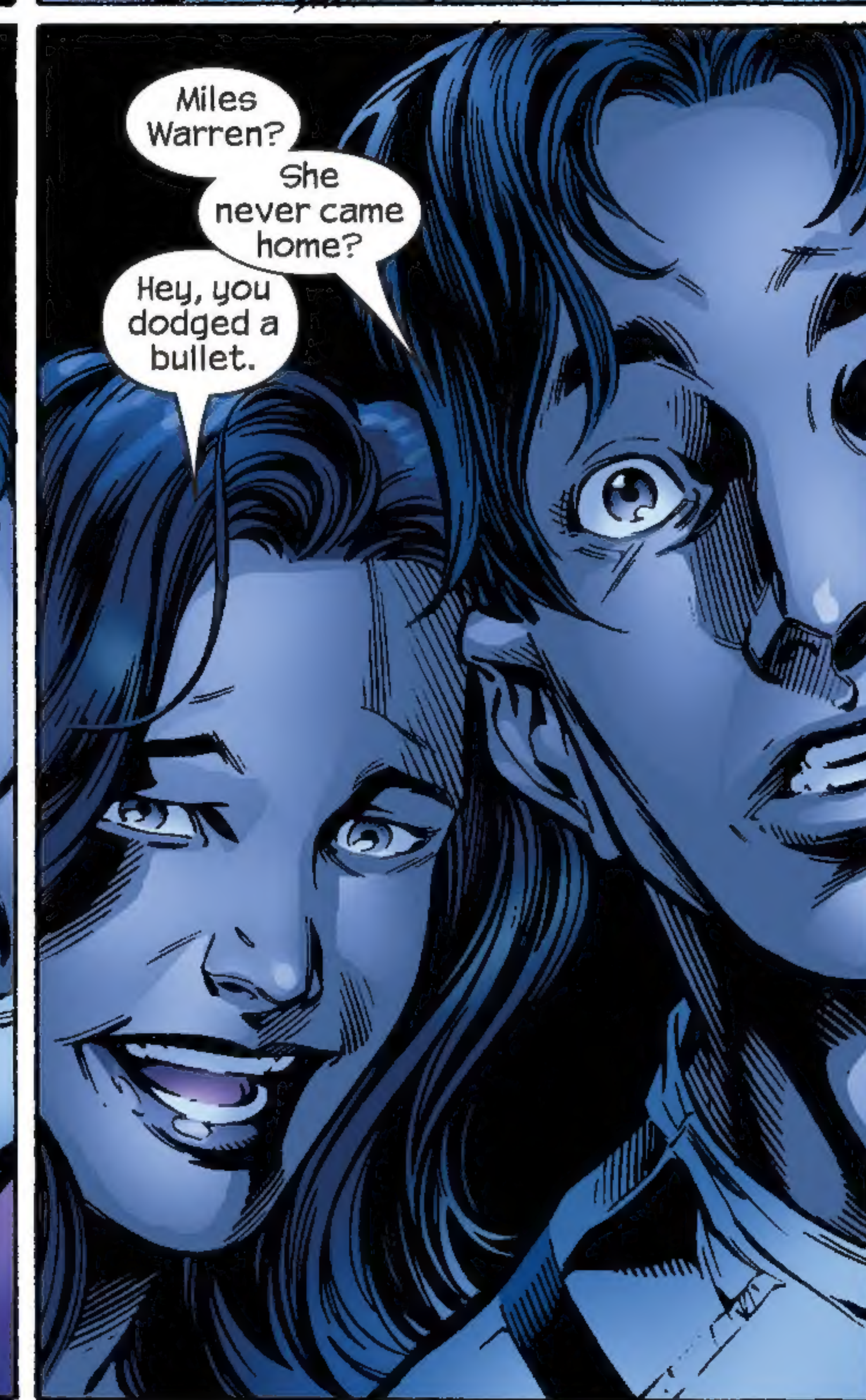
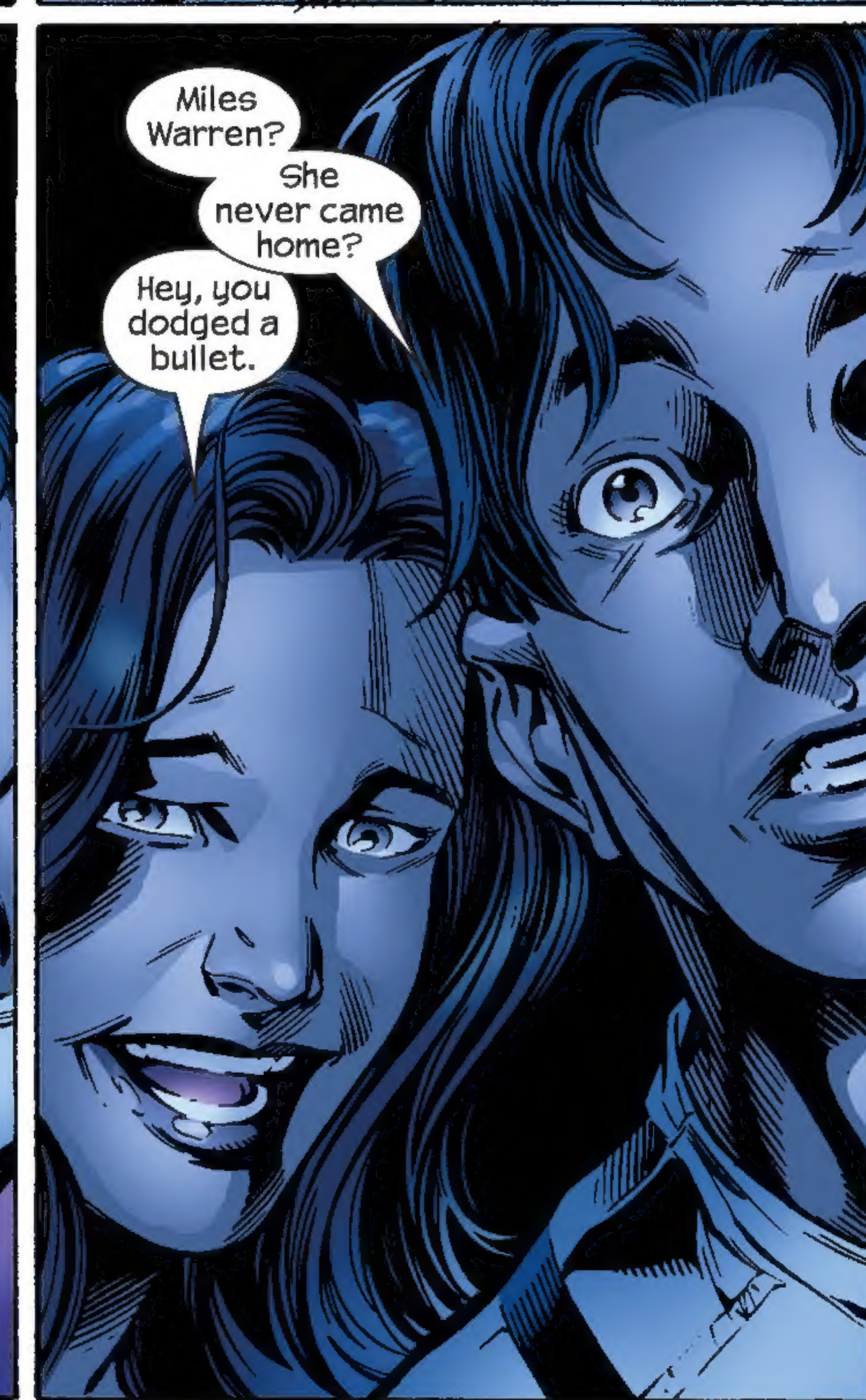
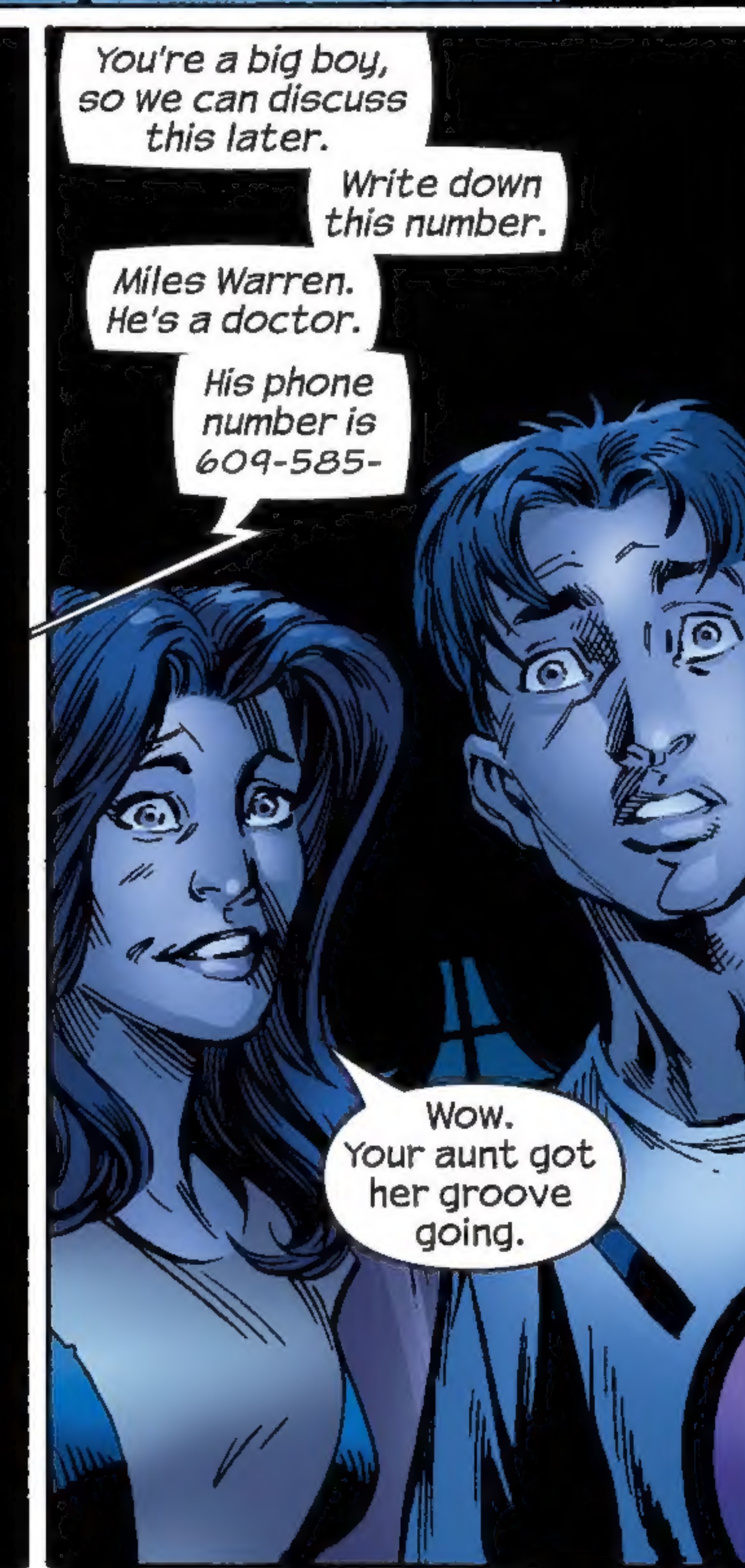
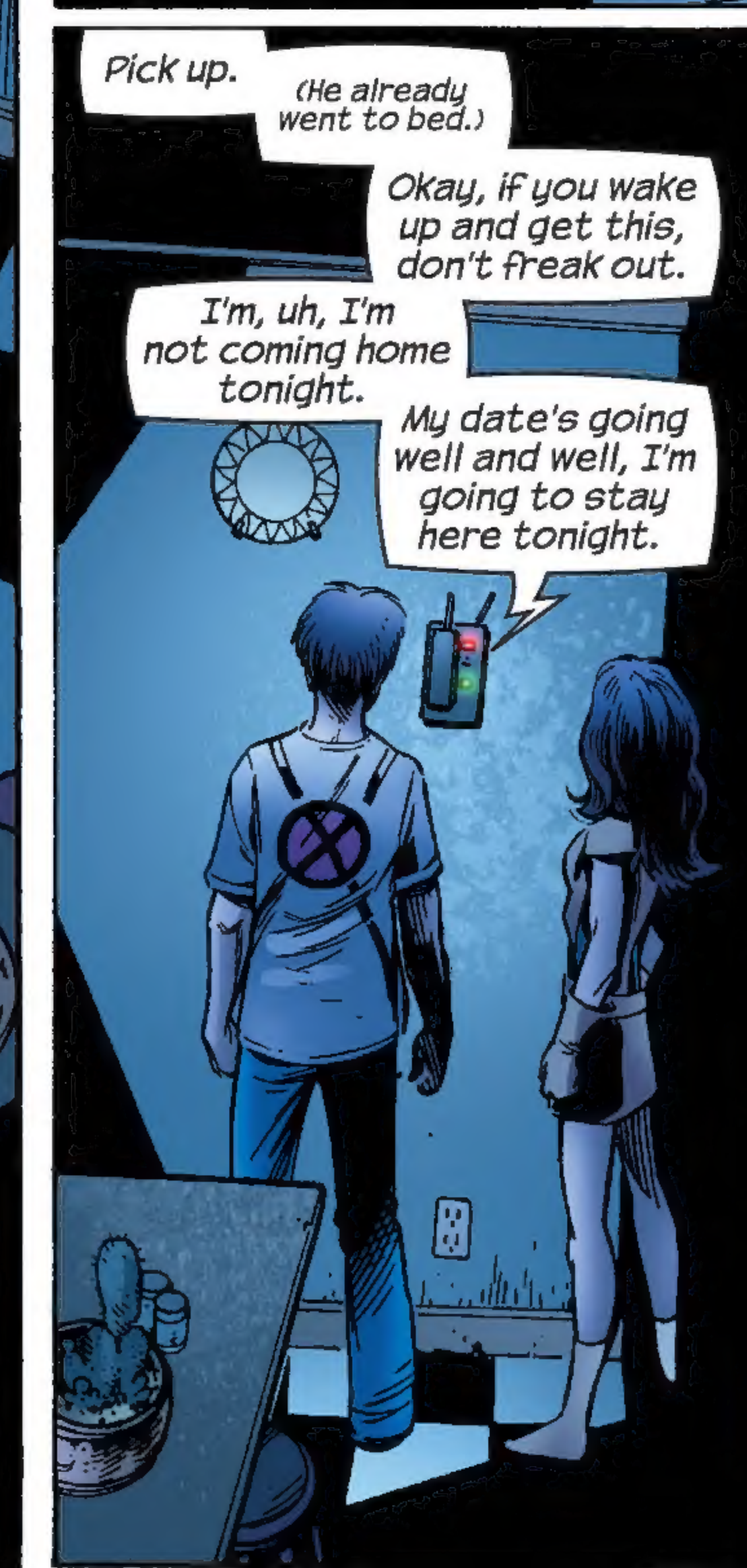
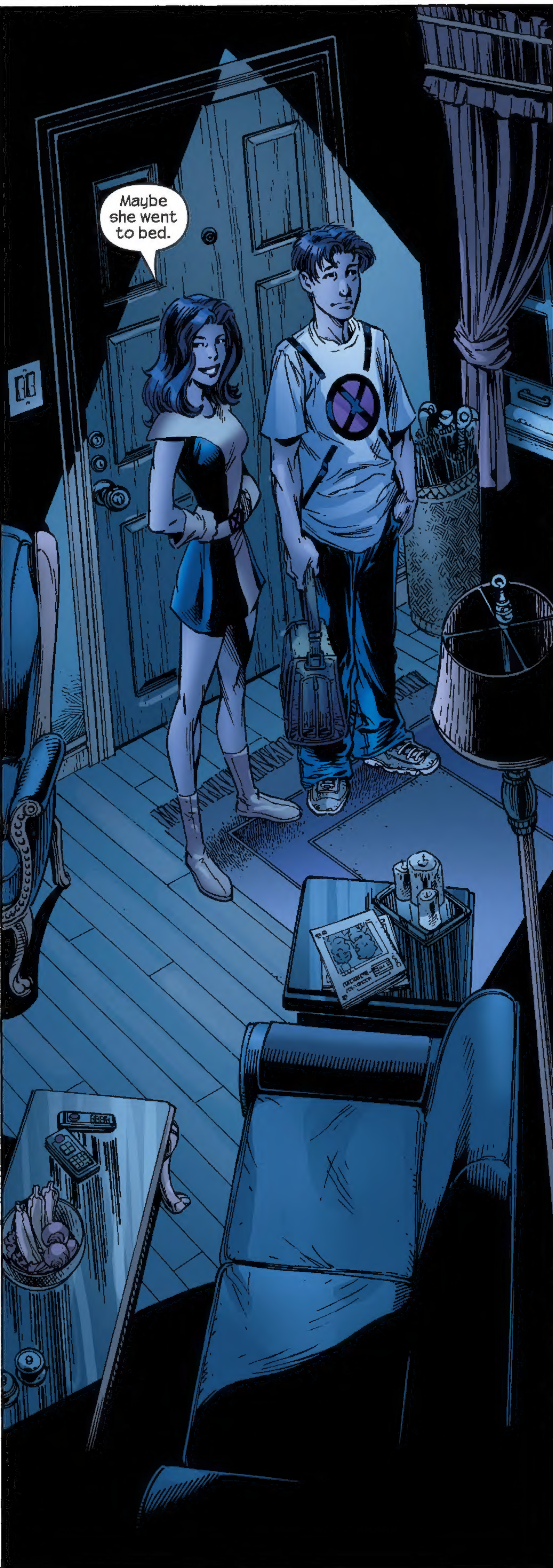
She can't kill you in front of witnesses.

But--

I can help explain. Come on.









# ULTIMATE SPIDER-MAN

Associate Editor John Barber here, to apologize for the lack of a letters page in the last couple issues, and to thank everybody that's stepped in to help keep us on schedule these last couple issues! Hope you enjoyed the guest inking of Danny Miki last issue, and thanks to Mark McKenna and Mark Morales for doing a few pages here and there, too! Also, of course, thanks to Laura Martin and our regular cover painter Richard Isanove for lending a hand in the coloring department!

Hey,

I know I'm a little late for a couple of these issues, but I'm in college and I can't really get my hands on comic books out in the middle of New York state on a regular basis. Anyway, I wanted to say that I think you've been doing a great job with *Ultimate Spider-Man*. Actually, it's only recently that I started collecting comics, but I spent all my savings just to collect the entire series (my brother and parents thought I was deluded, but hey, everyone has their problems...now if only that squirrel would stop talking to me).

Anyway, I just wanted to say a couple of things.

1. I like how it was the Ultimate Wrecking Crew that was the team that cleaned up the docks in the beginning of the "Silver Sable" arc. Clearly, they aren't bad guys...yet.

2. The energy form of vibranium that the Tinkerer was referring to, would that be the same vibranium that Roxxon was messing with in the 1991 Spider-Man annuals (from the time of the beginning of Bagley's run on *Amazing Spider-Man*), would it?

3. I really enjoy how I don't have to pick up like three different tittles to follow *USM*. It really makes things much more convenient and pleasant.

4. How come there are only 5-6 issue story arcs? I'm not complaining really, 'cause I think they're great, but a longer one wouldn't hurt.

Okay, that's all for now—keep up the great work (wow, I can't believe I wrote all that).

Sincerely,  
Ausuran Stein and Henry Yung

Thanks for writing! To answer in order: 1) Well, yeah...we'll have to keep an eye on these guys, I suppose... 2) Good memory—but, ah, no, not really. 3) So do we! But, you know, if you really *feel* like buying other comics, we could probably set you up with something in an *Ultimate X-Men* that you might like... 4) It's really up to Brian and Mark—we like to keep the series available in paperbacks, and 5-6 issues is a nice size for those, but if Brian ever wanted to go bigger than that (and a couple stories have)...we'd find a way to make it work!

Dear *Ultimate Spider-Man*:

I am glad that Ultimate Spider-Man has that wit and sarcasm—he's still the Spider-Man I remember from the Silver Age. I enjoyed Spider-Man's remarks while he is tied down in the streets by Ringer. Ringer himself is a comedian of sorts, and doesn't know it, as he brags that he is from Waldorf, Maryland and then Spider-Man snaps back..."I must have missed the memo, when was Maryland considered cool?" I busted up laughing...but...why does he say he was from Maryland, when his ID clearly shows he is from Medina County, Ohio?

How funny in the Ultimate Universe, Spider-Man is considered a mutant...but in reality he is. When the radioactive spider bit him, it altered his genes—his genes mutated—henceforth he became a mutant in his own right.

*USM* #91 was a tremendously good read—but someone needs to tell Aunt May that she is too old for miniskirts...for criminy sakes!

Sincerely yours,  
Paul Dale Roberts

Aunt May might not be a teenager like Peter and Kitty, but she's certainly not ready to hang up her miniskirts! And Spidey himself wondered why Ringer was not only bragging about being from Waldorf, Maryland—but lying about it! As for Peter being a mutant—in scien-

tific terms, mutations happen constantly (*especially* when you're bit by genetically-altered spiders). But the term "mutant" in the Ultimate Universe is usually applied to people with the so-called "x-gene," which Spidey doesn't have...but which the general public doesn't *know* Spidey doesn't have...so sometimes people get confused.

Hey there, you folks at *USM*,

I gotta tell ya, even though we only really get to see 'em in one panel, I am diggin' Deadpool and the Reavers. I'm lookin' forward to seein' what kinda chaos they bring about next issue. So far, I have yet to be let down by any Ultimate title—so kudos to all of you for keeping up the top-notch work, month after month. Really, the Ultimate line is some of the best stuff coming out of the House of Ideas. Be careful, though. A certain star spangled Avenger and a certain Man Without Fear from the not-so-Ultimate universe are close to usurping you as the books I save to read last (the highest honor I bestow to a comic).

I digress. I'm writing because I have a few comments and questions I'd like to address. First, it's obvious that Deadpool can either shape-shift or disguise himself with holograms or some such ability. My question is, if he was mimicking Storm when Kitty arrived home, then who was Wolverine?

Secondly, is there supposed to be some sort of theme with Kitty's "Spider-Girl" costume? I mean, what's up with the little wing-like design around her eyes?

Also, I was just wondering, since I'm pretty sure lettering nowadays is all done with computers, why didn't you have Cory Petit do the lettering for the computers in the X-Men's communication center.

While I'm on the subject of the creative team, I gotta give praise to some of the unsung heroes on the creative team. I know Bendis and Bagley get all the glory, but Cory and Justin Ponsor are doing great work. I know most people may not think much of lettering but when the Ringer goes FABOOM and Spidey gets ZACCKLEED, the lettering makes a huge impact, whether the reader realizes it or not. Same goes with the coloring. The detail in the sidewalks, the marble floor and even the headlights of Aunt May's car are all incredibly subtle but it all makes an impact on a subconscious level to draw the reader into Spidey's world. You guys at the *USM* head office be sure to give Cory and Justin a big pat on the back, okay?

Later gators,  
Andrew Galgoci

As you've probably put together by now, the whole team of Reavers seems to have been equipped with image-inducers back at the X-Mansion. As for Kitty's costume: well...it looks like that Kitty's ambitions in costuming outstrip her aesthetic sensibilities sometimes...And those computer screens—Mark drew all the text on the page, John inked it, and Justin colored it so nicely, we all thought it fit in with the art really well and decided to keep it! You're right, though—Cory and Justin do a pretty amazing job on lettering and coloring! Also—you wouldn't find bigger fans of *Captain America* and *Daredevil* than this office—and we're happy to plug 'em here!

Bendis, Bagley, Macchio & crew:

I'm a huge Marvel fanatic from waaay back & I'm loving *USM*. I was recently reading some old *Creatures On The Loose* back issues and I noticed in issue #35 (1975!) a letter from Ralph Macchio of New Jersey! Wow. How cool is that? From letter writing in 1975 to Ultimate Editor today!

Anyway, even though the Ultimate version of John Jameson was revealed to have died on a space shuttle (in *USM* #49, I think) is there any chance we can one day see an "Ultimate Man-Wolf" appear? I would love to see it as would tons of other Marvel Monster fans.

WebHobbit

PS: Can't wait for #100!

It's great to get a Ralph Macchio anecdote without a *Karate Kid* joke. Our Ralph's definitely that let-

ter-writer! As for Man-Wolf...who knows what the future holds?

Dear *USM* team,

I was really surprised to read all the letters from people who didn't much like you killing off Gwen Stacy. I personally thought it was handled fantastically. In the original universe Gwen Stacy's death was a huge part of Spidey's evolution as a hero, and to completely ignore that piece of his life in the Ultimate universe would be a mistake.

So yeah, there's my two cents, and until Aunt May becomes Venom, make mine Marvel!

Paris Kelvakis

Thanks, Paris!

Dear *USM* Team,

Phenomenal work, everyone! I love your recreation of characters, most notably Ultimate Venom. I love how he (Eddie) and his problems are as relatable as Peter's. I feel for the villains (well, most of them) in these storylines, and I think it's important to do so.

I also want to say I love where you're going with the stories and progression of characters. You got probably six different plot twists going on right now and others I'm sure I (and thousands of fans everywhere) haven't realized are there yet.

I like Ultimate Nick Fury, and I just finished reading issue #90 and I'm deeply concerned for where this is going. But on the other hand, I enjoy seeing Spider-Man standing up for what he believes in...such as in the final moments of the "Hobgoblin" series.

My final statement is that, if the rumors of Ultimate Morbius are true, you must please bring in Ultimate Blade. I think I would buy that issue for all of my friends. Keep it fun, guys! You're all doing a great job! You too, Mr. Dell!

Have fun!!  
Ty

Why that sounds like my cue to step out and tell you what's up...

NEXT



Morbius! Blade! Spider-Man!  
And who'd guess—but they  
don't all get along! You'll  
never forgive yourself if you  
miss "Morbius" part 1!

NICOLE BOOSE  
ASSISTANT EDITOR

JOHN BARBER  
ASSOCIATE EDITOR

RALPH MACCHIO  
EDITOR

JOE QUESADA  
CHIEF

ULTIMATE SPIDER-MAN  
c/o MARVEL COMICS

417 5TH AVE., NEW YORK, NY 10016

If you don't want your name and address printed, please let us know. Letters may be edited for content and length.

E-MAIL:  
ULTIMATEOFFICE@MARVEL.COM  
MARK LETTERS AND E-MAIL  
"OKAY TO PRINT"





SON OF

VULTURON